TAPARIA TOOLS LTD.

AN ISO-9001 COMPANY

ISO 9001 : 2015
Reg.No. RQ91/375

ANNUAL REPORT
2019 - 2020

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BOARD OF DIRECTORS

Shri H.N. Taparia
Chairman and Managing Director

Shri J.K. Taparia
Non-Executive Director

Shri D.P. Taparia
Non-Executive Director

Shri M.P. Taparia
Non-Executive Director

Shri Virendraa Bangur
Non-Executive Director

Shri G.S. Manasawala
Independent Director

Shri Rajeev J. Mundra
Independent Director

Mrs. Disha Nitin Wadhwani
Independent Director

Mrs. Premlata Narendra Purohit
Independent Director

Shri Devendra Vyas
Independent Director

Shri Jugalkishore Ramchandra Jaju
Independent Director

Shri Sivaramakrishnan
Director – Operations

Key Managerial Personnel

Shri V. S. Datey
Company Secretary

Shri S.R. Bagad
Chief Financial Officer

BOARD COMMITTEES

Audit Committee

Shri G.S. Manasawala (Chairman)

Shri Rajeev J. Mundra

Shri D.P. Taparia

Nomination and Remuneration Committee

Shri G.S. Manasawala (Chairman)

Shri Rajeev J. Mundra

Shri D.P. Taparia

Shareholders Grievance Committee

Shri D.P. Taparia (Chairman)

Shri H.N. Taparia

Shri G.S. Manasawala

Corporate Social Responsibility Committee

Shri H.N. Taparia (Chairman)

Shri D.P. Taparia

Shri Rajeev J. Mundra

BANKERS

HDFC Bank Ltd.
ICICI Bank Ltd.
Central Bank of India

STATUTORY AUDITOR

M/s. Harshil Shah & Company,
Chartered Accountants, Mumbai

SECRETARIAL AUDITOR

CS Sagar Khandelwal,
Practicing Company Secretary, Pune

REGISTRAR & TRANSFER AGENTS

Universal Capital Securities Pvt. Ltd.

C 101, 247 Park,

LBS Road, Vikhroli West,

Mumbai – 400083. Maharashtra

Tel: (022) 2820 7203-05

Email: info@unisec.in

Web Site: www.unisec.in

CORPORATE OFFICE

423/24, (A-2), Shah and Nahar,
Lower Parel (W),
Mumbai – 400 013, (Maharashtra).

Tele.: (91) (22) 24938646-50,

Fax : (91) (22) 24953230

E-Mail:hntaparia@tapariatools.com

PLANTS

1. 52 & 52B, MIDC Area, Satpur, Nashik – 422 007 (Maharashtra)

2. Plot No.L-29, Cuncolim Industrial Estate, Cuncolim - 403 703, (Goa)

REGISTERED OFFICE

52 & 52B, MIDC Area, Trimbak Road, Satpur, Nashik – 422 007, (Maharashtra).

Tele. :(0253) 2350317/318/418,

CIN: L99999MH1965PLC013392

E-Mail: nashik@tapariatools.com

Web Site: www.tapariatools.com

Notice

NOTICE is hereby given that Fifty-fourth Annual General Meeting of the Members of TAPARIA TOOLS LIMITED will be held on Tuesday, the 22nd day of December, 2020 at 11.30 A.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), to transact the following business. The venue of the meeting shall be deemed to be the Registered Office of the Company at 52 & 52B, MIDC Area, Trimbak Road, Satpur, Nashik - 422 007.

AS ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the Reports of the Board of Directors and Auditor thereon and in this regard, pass the following resolution as an Ordinary resolution:

   "RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditor thereon laid before this meeting, be and are hereby considered and adopted."

2. To appoint Shri D. P. Taparia, who retires by rotation as a Director and being eligible, offers himself for re-appointment as a Director and in this regard, pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Shri D. P. Taparia (DIN : 00126892), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. To appoint Shri Virendraa Bangur, who retires by rotation as a Director and being eligible, offers himself for re-appointment as a Director and in this regard, pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Shri Virendraa Bangur (DIN : 00237043), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

AS SPECIAL BUSINESS

4. **Re-appointment of Shri H. N. Taparia as Chairman and Managing Director:**

   To consider and if thought fit, to pass, the following resolution with / without modification/s, as a Special Resolution:

   "RESOLVED that pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof) read with Schedule- V of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded to the re-appointment of Shri H. N. Taparia (DIN: 00126774) as Chairman and Managing Director of the Company with effect from September 17th, 2020 for the period of 3 (three) years without any salary or remuneration, except remuneration by way of Sitting Fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participating in the Board and other meetings".

5. **Re-appointment of Mrs. Disha Nitin Wadhwani as an Independent Director:**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and

Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Disha Nitin Wadhwani (DIN: 06980759), who was appointed as an Independent Director and who holds office as an Independent Director till the conclusion of this meeting and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 3 (three) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 57th Annual General Meeting to be held in the calendar year 2023".

By order of the Board
For TAPARIA TOOLS LTD.

V. S. Datey
Company Secretary

Nashik, 24th July, 2020

Registered office:
52 and 52B, MIDC Area,
Trimbak Road, Satpur,
Nashik – 422 007 (Maharashtra)
CIN: L99999MH1965PLC013392
E-mail: secretarial@tapariatools.com

Notes:

1) Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2) Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of 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 hereto.

3) Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

4) In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.tapariatools.com and website of BSE Limited at www.bseindia.com.

5) A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") relating to Special Business to be transacted at the Meeting is annexed hereto.

6) In terms of Section 152 of the Act, Shri D.P. Taparia, Director, and Shri Virendraa Bangur, Director retire by rotation at the Meeting and being eligible, offer themselves for re-appointment.

7) Shri D.P. Taparia and Shri Virendraa Bangur, Directors are interested in the Ordinary Resolutions set out at Item Nos. 2 and 3, respectively of the Notice with regard to their re-appointment. Shri H.N. Taparia, Chairman & Managing Director, Shri J.K. Taparia, Director and Shri M.P. Taparia, Director, being related to Shri D.P. Taparia, may be deemed to be interested in the resolution set out at item No. 2 of the Notice. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under item Nos. 2 and 3 of the Notice.

8) Shri H.N. Taparia is interested in the resolution set out at Item No. 4 of the Notice with regard to his re-appointment. Shri J.K. Taparia, Shri M.P. Taparia, and Shri D.P. Taparia, Directors, being related to Shri H.N. Taparia, may be deemed to be interested in the resolution. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / his relatives is, in any way, concerned or interested, financially or otherwise, in the Special Business set out under item No. 4 of the Notice..

9) Mrs. Disha Nitin Wadhwani (DIN: 06980759) is interested in the Special Resolution set out at Item No. 5 of the Notice with regard to her re-appointment. None of the other Directors / Key Managerial Personnel of the Company / her relatives is, in any way, concerned or interested, financially or otherwise, in the Special Business set out under item No. 5 of the Notice.

10) Details of Director/s retiring by rotation / seeking appointment / re-appointment at the ensuing meeting are provided in the "Annexure I" to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

11) Members / Proxies / Authorised Representatives are requested to bring to the Meeting necessary details of their shareholding, attendance slip(s) and copy(ies) of their Annual Report.

12) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at this meeting.

13) Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days, (i.e. except Saturdays and public holidays) during business hours up to the date of the Meeting.

14) The Company has notified closure of Register of Members and Share Transfer Books from Wednesday, 16th day of December, 2020 to Tuesday, 22nd day of December, 2020 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.

15) 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 / RTA.

16) 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 / RTA.

17) Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form (SH-13) can be downloaded from the Company's website www.tapariatools.com under the section 'Investor Relations'.

18) Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio.

19) Non-Resident Indian Members are requested to inform RTA, immediately of

(a) Change in their residential status on return to India for permanent settlement.

(b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

20) Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

Statement Pursuant to Section 102(1) of the Companies Act, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

Item No. 4

Re-appointment of Shri H.N. Taparia as Managing Director

Shri H.N. Taparia (DIN : 00126774) , aged about 87 years, is a graduate in Commerce, Law & Industrial Management. He was first appointed as Director in 1977 and appointed as Managing Director of the Company in 1982 and has continued in the post of M.D. ever since. Throughout his tenure, the Company has achieved various milestones in the form of performance, results etc. and during the last decade, in particular, the Company has recorded consistent growth and has built strong fundamentals under his leadership. It is considered necessary for the Company to continue to have his continued presence and guidance for scaling greater heights. In the Annual General Meeting of the Shareholders of the Company held on 29-09-2015, the shareholders fixed the ceiling limit of remuneration payable to Shri H.N. Taparia as Managing Director from its limit of ₹ 2,50,000/- per month to ₹ 5,00,000/- per month plus perquisites, provided that the salary payable to him shall not be lower than his existing salary.

However, Shri H.N. Taparia, vide his letter dated 14-11-2019 intended to voluntarily forgo his remuneration w.e.f. 1st December 2019 as Managing Director and willing to accept sitting Fee as is payable to other Non-executive Directors who are not in receipt of any remuneration from the Company, the Board, in its Meeting held on 14-11-2019, approved the same.

Shri H.N. Taparia is interested in the resolution set out at Item No. 4 of the Notice with regard to his re-appointment. Shri J.K. Taparia, Shri M.P. Taparia, and Shri D.P. Taparia, Directors, being related to Shri H.N. Taparia, may be deemed to be interested in the resolution. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / his relatives is, in any way, concerned or interested, financially or otherwise, in the resolution.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in its Meeting held on 24th July 2020, re-appointed Shri H.N. Taparia (DIN : 00126774), as Managing Director of the Company for the period of 3 (three) years with effect from 17-09-2020, subject to approval of shareholders by Special Resolution in the Annual General Meeting.

The Board of Directors recommends the resolution in relation to the re-appointment of Shri H.N. Taparia as Chairman and Managing Director for the approval of the shareholders of the Company. In pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Disclosure of Shri H.N. Taparia seeking re-appointment as Managing Director in the forthcoming Annual General Meeting is furnished in "Annexure I".

The Board commends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

Item No. 5

Mrs. Disha Nitin Wadhwani (DIN: 06980759) was appointed as an Independent Director of the Company and she holds office as an Independent Director of the Company till the conclusion of this meeting ("first term").

The Board, based on the performance evaluation and as per the recommendation of the Nomination & Remuneration Committee, considers that, given her background and experience and contributions made by during her tenure, the continued association of Mrs. Disha Nitin Wadhwani would be beneficial to the Company and it is desirable to continue to avail her services as an Independent Director. Accordingly, it is proposed to re-appoint Mrs. Disha Nitin Wadhwani as an Independent Director of the Company, not liable to retire by rotation, for a term of 3 (three) consecutive years on the Board of the Company.

Mrs. Disha Nitin Wadhwani is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director.

The Company has also received declaration from Mrs. Disha Nitin Wadhwani that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Mrs. Disha Nitin Wadhwani is independent of the management.

Details of Mrs. Disha Nitin Wadhwani are provided in the "Annexure I" to the Notice. She will be paid remuneration by way of Sitting Fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Meetings.

Copy of the draft letter of appointment of Mrs. Disha Nitin Wahdwani setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

Mrs. Disha Nitin Wadhwani is interested in the resolution set out at Item No. 5 of the Notice with regard to her re-appointment. Relatives of Mrs. Disha Nitin Wadhwani may be deemed to be interested in the resolution to the extent of her shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / her relatives is, in any way, concerned or interested, financially or otherwise, in the resolution.

This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations.

The Board commends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

Annexure I

Details of the directors seeking Appointment / Re-appointment in the forthcoming Annual General Meeting

[In pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015]

Particulars	**Shri D. P. Taparia (DIN: 00126892)**	**Shri Virendraa Bangur (DIN: 00237043)**	**Shri H.N. Taparia (DIN : 00126774)**	**Mrs. Disha Nitin Wadhwani (DIN: 06980759)**
Date of Birth	24.10.1950	19.03.1975	25-09-1933	18-07-1987
Qualifications	B. Com., DBM	B. Com.	Graduate in Commerce, Law and Industrial Management	Practising Chartered Accountant
Experience (including expertise in Specific functional area)	Wide experience in Sales Management	Industrialist	Wide Managerial experience more than six decades	8 years in the field of Finance, Audit, etc.
Date of Appointment/ Re-appointment	27-09-2017	27-09-2017	17-09-2015	29-09-2015
Relationship with other Directors / Key Managerial Personnel	Relative of Shri J.K. Taparia Relative of Shri M.P. Taparia Relative of Shri H.N. Taparia	N.A.	Relative of Shri J.K. Taparia Relative of Shri M.P. Taparia Relative of Shri D.P. Taparia	N.A.
Shareholding in the Company as on March, 31, 2020	101699	56526	364650	Nil

Annexure II

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 atleast 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.tapariatools.com. The Notice can also be accessed from the website of the Stock Exchange of BSE Limited at 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.

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 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

The instructions for shareholders voting electronically are as under:

(i) The voting period begins on 19th December 2020 at 9.00 a.m. and ends on 21st December 2020 at 5.00 p.m.. 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 15th December 2020 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) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" module.

v. 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. OR Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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.
Dividend Bank Details OR Date of Birth (DOB)	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. • 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 as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) 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.

(xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant <Company Name> (i.e. Taparia Tools Ltd.) on which you choose to vote.

(xiii) 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.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) 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.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) 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.

(xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

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 provide Demat account detials (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

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

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast seven 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 seven 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.

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

2. Only those 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.

3. 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 shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(xx)Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to 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.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required 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 and to the Company at the email address viz; secretarial@tapariatools.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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 or call on 022-23058542/43.

Board's Report

To the Members of Taparia Tools Limited,

Your Directors have pleasure in presenting the 54th Annual Report on the operations of the Company together with the Audited Financial Statements for the year ended March 31, 2020.

FINANCIAL PERFORMANCE (as per Ind AS)

(₹ in Lakh)

	2019-2020	2018-2019
Revenue (Net)	47537.99	47283.15
Profit before interest and depreciation	**4305.07**	3707.14
Less : Interest	23.72	4.95
Gross Profit	4281.35	3702.19
Less : Depreciation	167.48	64.75
Profit for the year before tax	4113.87	3637.44
Less : Provision for taxation		
Current Tax	1058.30	1262.95
Deferred Tax	(3.25)	23.54
Profit after tax	3058.82	2350.95
Other Comprehensive Income		
Gain on Remeasurements of the defined benefit plans	(18.62)	(17.16)
Income Tax effect	4.69	6.00
Other comprehensive Income, net of tax	(13.93)	(11.16)
Total comprehensive Income for the year, net of Tax	3044.89	2339.79

DIVIDEND

The Directors have not recommended any dividend for the year under review. The Company has retained the funds for expansion of the activities of the Company by introducing additional product range, capital investment, setting of premises at Valvada (Gujarat State), etc.

REVIEW OF OPERATIONS

The Company's total Revenue for F.Y. 2019-2020 amounting to ₹ 47,537.99 lakh was slightly higher than ₹ 47,283.15 Lakh of previous year. However, the Profit earned after tax is ₹ 3,058.82 Lakh in the current year represents an increase of 30.11% against ₹ 2,350.95 Lakh in the previous year. Despite of the rise in input cost and keen competition in the hand tools market the current results of the Company are fair and satisfactory.

Global and Indian Economy

GDP growth moderated to 4.8 per cent in the 1st half of 2019-2020, amidst a weakened global trade and demand, as per the economic survey tabled before the Parliament. CPI inflation increased to 4.1% in 2019-20 from 3.7% in 2018-19 with major drivers being food and beverages, particularly vegetables and pulses. WPI inflation declined to 1.5% in 2019-20 from 4.7% in 2018-19. However, the affordability of meal improved by 29 percent (from 2016-17 to 2019-20). India is moving forward on the path of Sustainable Development Growth through well-designed initiatives as per SDG India Index. Some reforms were undertaken during 2019-20 to boost investment, consumption and exports include, speeding up the insolvency resolution process under Insolvency and Bankruptcy Code (IBC), Easing of credit, particularly for the stressed real estate and NBFC sectors and launch of the National Infrastructure Pipeline for the period FY 2020-2025.

An economic recession gripped global economy following the lockdowns due to COVID-19 pandemic. With cut in GDP growth forecast for India to 2 per cent for the fiscal year ending March 2021 after lowering it to 5.1 per cent previously, which would makes it the slowest growth in India over the past 30 years. World Bank Officials have pointed that "Steps to improve the business climate, the rule of law, debt management and productivity can help achieve sustained growth".

CORPORATE GOVERNANCE

Your Company is committed to follow the best practices of Corporate Governance and the Board is responsible to ensure the same, from time to time.

Your Company has duly complied with the Corporate Governance requirements as set out under Chapter IV of the SEBI Listing Regulations, from time to time and the Secretarial Auditor of the Company, vide his Certificate dated 26th June 2020, has confirmed that the Company is and has been compliant with the conditions stipulated in the Chapter IV of the SEBI Listing Regulations. The said Certificate is annexed as Annexure D to this Report.

It has been the endeavor of your Company to follow and implement best practices in corporate governance, in letter and spirit. A report on Corporate Governance together with a certificate from the Auditor of the Company regarding compliance of conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this Annual Report is attached.

LISTING INFORMATION

The equity shares of the company are listed on the Bombay Stock Exchange. The listing fees for the year 2020-2021 have been paid to BSE.

DEMATERIALISATION OF SHARES

Since the initiation of the dematerialization of shares of the Promoter and Promoter group, the Company has dematerialized 75.83% of their shareholding as on date. The Promoters and Promoter Group have finished the dematerialization of their shareholding whatever has been possible.

PUBLIC DEPOSITS

During the financial year 2019-2020, the Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 ("the Act") read together with the Companies (Acceptance of Deposits) Rules, 2014.

LOANS, GUARANTEES AND INVESTMENT

During the financial year 2019-2020, the Company has not given any guarantee for loans taken by others from banks or other financial institutions. The Company has not taken any Term Loan.

During the financial year 2019-2020, the Company invested surplus fund generated from its operating activities in the Plans of HDFC MUTUAL FUND. The balance as on 31st March 2020 was ₹ 2329.26 lakh.

HUMAN RESOURCE DEVELOPMENT

The motivated and engaging workforce which has served the Company for more than four decades lies at the very foundation of the company's major achievements and shall well continue for the years to come.

The Company has been taking honest efforts in training of individuals, providing them new and earnest opportunities in brushing developing and polishing skills that are beneficial for the employees as well as the Organisation as a whole.

The Company's focus on retention through employee engagement initiatives and providing a holistic environment, gathers opportunities for employees to realize their potential. Company's performance driven culture helps and motivates employees to excel in their respective areas and progress within the organization.

The company has always recognized talent and has judiciously followed the principle of rewarding performance.

CHANGE IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

Shri D. P. Taparia (DIN : 00126892), Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. Brief profile of Shri D.P. Taparia is given in the Annexure I to the Notice.

Shri Virendraa Bangur (DIN : 00237043), Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. Brief profile of Shri Virendraa Bangur is given in the Annexure I to the Notice.

Pursuant to the recommendation of the Nomination and Remuneration Committee, Shri H.N. Taparia (DIN : 00126774) was reappointed by the Board of Directors, subject to the approval of the shareholders, as the Managing Director of the Company on July 24, 2020 for a further period of 3 (three) years with effect from September 17, 2020.

It is proposed to re-appoint Mrs. Disha Nitin Wadhwani (DIN: 06980759), as an Independent Director of the company, to hold office for a term of 3 (three) consecutive years till the conclusion of the 57th Annual General Meeting to be held in the calendar year 2023.

Brief profile of these Directors is given in the Annexure I to the Notice.
During the year, the Independent directors of the Company had no pecuniary relationship or transactions with the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of our knowledge and belief and based on the information and representations received from the operating management, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

(a) that in the preparation of the annual accounts, the applicable accounting standards have been followed along with the proper explanation relating to material departures;

(b) that such accounting policies as mentioned in Notes to the annual accounts have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2020 and of the profit of the Company for the year ended on that date;

(c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) that the annual accounts have been prepared on a going concern basis;

(e) that proper internal financial controls are in place and that the internal financial controls are adequate and are operating effectively;

(f) that proper systems to ensure compliance with the provisions of all applicable laws are in place and that such systems are adequate and operating effectively.

INDEPENDENT DIRECTORS' DECLARATION

The Company has received necessary declaration from each of the independent directors, under Section 149(7) of the Companies Act, 2013, that he / she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

ANNUAL EVALUATION OF THE BOARD AND BOARD COMMITTEES

The Board carried out an annual evaluation of its own performance, of the Independent Directors individually as well as of the working of the Committees of the Board. The evaluation of performance of the Board and its Committees, Independent Directors, Non-Independent Directors and Chairperson carried out by the Board was found to be highly satisfactory. The Board also noted that all the independent Directors of the Company are fulfilling the criteria of their independence as per the provisions of section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015.

RELATED PARTY TRANSACTIONS

The company has formulated a policy on Related Party Transactions for purpose of identification and monitoring of such transactions. There were no materially significant Related Party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the company at large.

There were no contracts or arrangements entered into by the company in accordance with provisions of section 188 of the Companies Act, 2013 which require reporting in Form AOC - 2 pursuant to Section 134 (3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has in place Internal Control Systems, commensurate with the size and complexity of its operations to ensure proper recording of financial and operational information, compliance of various internal controls and other regulatory and statutory compliance. During the year under review, no material or serious observation has been received from the Internal Auditor of the Company for inefficiency or inadequacy of such controls.

On the basis of good internal control company ensures:

- Orderly and efficient conduct of operations
- Security of its assets
- Prevention of frauds and errors
- Reliable and accuracy of financial records

PARTICULARS OF EMPLOYEES

The Information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is annexed herewith as Annexure - 'A'.

MEETINGS OF THE BOARD

Four meetings of the Board of Directors were held during the year. For further details of the meetings, please refer to the Corporate Governance Report, which forms part of this report.

AUDIT COMMITTEE

The composition, terms of reference, meetings held, etc. of the Audit Committee is provided in Corporate Governance Report which forms part of this Annual Report.

There have been no instances of non-acceptance of any recommendations of the Audit Committee by the Board during the financial year under review.

NOMINATION AND REMUNERATION COMMITTEE

The composition, terms of reference etc. of the Nomination and Remuneration Committee is provided in the Corporate Governance Report which forms part of this Annual Report.

AUDITOR AND AUDITOR'S REPORT

Statutory Auditor

M/s. Harshil Shah & Company, Chartered Accountants, Mumbai (Reg. No. 141179W) were appointed as Statutory Auditor of the Company, for a term of 5 (five) consecutive years, at the annual General Meeting held on 27th September 2019.

The Company has received the confirmation from Statutory Auditor stating that they are not disqualified from continuing as auditor of the Company.

Auditor's report

There has been no qualification, reservation, adverse remark or disclaimer given by the Statutory Auditor in their Report for the year under review.

Also, no frauds in terms of the provisions of Section 143(12) of the Companies Act, 2013, have been reported by the Statutory Auditor in their report for the year under review.

The Notes to the Financial Statements are self-explanatory and do not call for any further comments.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board appointed CS Sagar Khandelwal, Practicing Company Secretary, to conduct Secretarial Audit for the F.Y. 2019-2020.

Secretarial Auditor's Report

The Secretarial Audit Report for the Financial Year ended March 31, 2020 is annexed as Annexure - 'D' to the Report and Management Reply on the observations stated in the Secretarial Audit Report is annexed as Annexure – 'E'.

Cost Audit

The maintenance of cost records is not applicable to the Company as per the amended Companies (Cost Records and Audit) Rules, 2014, prescribed by the Central Government under Section 148(1) of the Companies Act, 2013.

Internal Financial Controls Audit

The Board has laid down Internal Financial Controls within the meaning of the explanation to Section 134 (5) (e) ("IFC") of the Companies Act, 2013. The Board believes the Company has sound IFC commensurate with the nature and size of its business. Business is however dynamic. The Board is seized of the fact that IFC are not static and are in fact a fluid set of tools which evolve over time as the business, technology and fraud environment changes in response to competition, industry practices, legislation, regulation and current economic conditions. There will therefore be gaps in the IFC as Business evolves. The Company has a process in place to continuously identify such gaps and implement newer and or improved controls wherever the effect of such gaps would have a material effect on the Company's operations.

Details of Internal Financial Control and its adequacy are included as an Annexure 'B' to the Independent Auditor's Report.

RISK MANAGEMENT

The Board of the Company has framed a risk management policy and monitors the risk management plan for the Company. The Board reviews the risk management plan and ensuring its effectiveness.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

In terms of section 135 and Schedule VII of the Companies Act, 2013, the Board of Directors of the Company has constituted a CSR Committee. CSR Committee of the Board has developed a CSR Policy which is enclosed as part of this report Annexure – 'B'. Additionally, the CSR Policy has been uploaded on the website of the Company at www.tapariatools.com.

ENERGY, TECHNOLOGY & FOREIGN EXCHANGE

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo as required to be disclosed under section 134(3) (m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are given in the Annexure – 'C' and forms part of this Report.

VIGIL MECHANISM

In pursuance to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.tapariatools.com

DISCLOSURES UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL)

In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules

made there under, the Company formulated an internal policy on Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) during the year under review.

The policy aims at educating employees on conduct that constitutes sexual harassment, ways and means to prevent occurrence of any such incident, and the mechanism for dealing with such incident in the unlikely event of its occurrence. A Sexual Harassment Committee has been constituted in accordance with the Act.

The Sexual Harassment Committee is responsible for redressal of complaints related to sexual harassment of women at the workplace in accordance with procedures, regulations and guidelines provided in the Policy.

During the year under review there were no complaints referred to the Sexual Harassment Committee.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return of the company is annexed herewith as Annexure – 'F' to this report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

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

INTERIM ORDER BY SEBI

The Company has received an Interim Order from SEBI on 20/05/2015 for the alleged Non-Compliance of the Minimum Public Shareholding. The Company is of the view that there has been no violation with reference to Promoter Shareholding. The said stand of the Company has been intimated to SEBI vide Company's letter dated 14/10/2015. Personal hearing on the same was held on 03rd October 2018. The Company has received Order dated 26th June 2019 from SEBI confirming the directions issued vide Interim Order dated 20th May 2015.

The Company has filed an Appeal on 13th August 2019 at Securities Appellate Tribunal (SAT) Mumbai against the Order dated 26th June 2019 received from SEBI confirming the directions issued by SEBI vide Interim Order dated 20th May 2015. The Appeal is in process.

As directed in the Order, Company has regularly submitted compliance reports on quarterly basis to BSE.

OTHER DISCLOSURES

- There were no material changes and commitments affecting the financial position of your Company between end of the financial year and the date of this report.
- Your Company has not issued any equity shares or shares with differential voting rights during the financial year.
- Your Company did not issue any sweat equity shares, debentures or bonds during the year.
- For expansion of business, company has initiated and started plant at Valvada Gujarat State) which is under construction.

ACKNOWLEDGEMENT

We take this opportunity to express sincere appreciation for the cooperation and assistance of Central and State Government authorities, bankers, customers, suppliers and business associates. We also wish to place on record our sincere appreciation for the committed services by each and every employee of the Company in driving the growth of the Company. We acknowledge with gratitude the encouragement and support extended by our valued shareholders.

For and on behalf of the Board of Directors

H.N. Taparia
Chairman & Managing Director
(DIN: 00126774)

Nashik, 24th July, 2020

Annexure 'A' to the Board's Report

Information required pursuant to Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

A. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:

Name	Ratio
Shri H.N. Taparia	6.10 times
Shri Sivaramakrishnan	4.22 times

Note: Median remuneration of the Company for all its employees is ₹4,59,060/- p.a. for the financial year 2019-2020.

B. The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the financial year

Name	Percentage
Shri H.N. Taparia (Chairman and Managing Director)	Nil
Shri Sivaramakrishnan (Director - Operations)	Nil
Shri S.R. Bagad (Chief Financial Officer)	Nil
Shri V. S. Datey (Company Secretary)	Nil

C. Percentage increase in the median remuneration of all employees in the financial year 2019-2020:

	2019-20	2018-19	Increase (%)
Median remuneration of all employees per annum	₹ 4,33,383	₹ 4,26,500	1.61

D. Number of permanent employees on the rolls of the Company as on 31st March, 2020: 363 Nos.

E. Explanation on the relationship between average increase in remuneration and Company Performance:

The increase in remuneration is based on the Company's performance and also includes various other factors like individual performance, experience, skill sets, academic background, industry trend, economic situation and future growth prospects etc. All these factors are considered appropriately for revision of remuneration.

F. Comparison of the remuneration of the Key Managerial Personnel against the performance of your Company:

No increase in remuneration has been given to Managing Director, Director – operations and Chief Financial Officer. In fact, the Managing Director relinquished the remuneration payable to Shri H.N. Taparia as Managing Director w.e.f. 1st December 2019 and applied the Sitting fees for attending the Meetings of the Board and any Committee thereof.

G. Details of Share price and market capitalization:

Year	Market Price Per Share (₹)	Earnings Per Share (₹)	P/E Ratio	Market Capitalization (₹ in Lakh)	Percent Change
2020	78.25	100.76	0.78	2375	40.28
2019	55.75	77.44	0.71	1693	Nil

H. Comparison of average percentage increase in salary of employees other than the key managerial personnel and the percentage increase in the key managerial remuneration:

The Company during the year under review has not made an increase in the remuneration of the Key Managerial Personnel.

I. Key parameters for the variable component of remuneration paid to the Directors:

During the year, no variable remuneration was paid to the Director during the year, except variable dearness allowance.

J. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:

There are no employees of the Company who receive remuneration in excess of the highest paid Director of the Company

K. Affirmation:

It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

Annexure 'B' to the Board's Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2019-2020

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

   Refer "Corporate Social Responsibility (CSR)" in the Board's Report.

2. Composition of the CSR Committee:

   Refer item No. 7 i.e. "Corporate Social Responsibility Committee (CSR)" of Report on Corporate Governance.

3. Average net profit of the Company for last three financial years:

   Average net profit: ₹ 2523.04 lakh.

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above):

   The Company is required to spend ₹ 50.46 lakh towards CSR.

5. Details of CSR spent for the financial year:

   a. Total amount spent for the financial year: ₹ 59.40 Lakh *

   b. * This includes unspent amount of ₹ 8.32 lakh of F.Y. 2018-2019

Manner in which the amount spent during the Financial Year 2019-2020:

Manner in which the amount spent during the Financial Year 2019-2020:

(₹ in Lakh)

Sr. No	CSR Project or Activity Identified	Sector in which the activity is covered	Locations District (State)	Amount Outlay (budget)	Cumulative Expenditure
1	Promoting Education for Children, Education in rural	Education,	Kolkata (West Bengal), Mumbai, Nashik (Maharashtra), Indore,	14.00	11.95
3	Animal Protection	Animal Welfare	Satna (M.P.)Puri, Orissa)	-	0.10
4	Public Health, education, village development,	Rural Development		45.00	46.00
5	Medical Assistance to Children	Medical aids	Mumbai (Maharashtra)	-	0.30
6	Assistance to the Families of the CRPF Soldiers at the Pulwama Terror Attack	Sainik Welfare	Collector & President Zilla Sainik Welfare Office Nashik Maharashtra)	-	1.00

Details of the implementing agencies: Friends of Tribals Society, Surajdevi Laduram Taparia Charitable Trust, Collector & President Zilla Sainik Welfare Office Nashik, Agra Road Nashik, Kanhaiyalal Taparia Charity Trust, Juwaridevi

Ganeshmal Taparia Charity Trust, Shri Shankaracharya Goshala, Manav Seva Charitable Trust, Maharashtra Samaj Seva Sangh, Karur Annai Therasa Leprosy Patients & Differently Abled Rehabilitation Society, Panday Shiksha Samiti, Smile India Trust, Bai Jerbai Wadia Hospital for Children, Kayankari Pratishthan, Cry To Smile Foundation.

6. Reason for not spending two percent of the average net profits of the last three financial years on CSR:

   Not Applicable

7. A Responsibility Statement of the Corporate Social Responsibility Committee that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company:

The implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the Company.

Annexure 'C' to the Board's Report

Information as per Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and forming part of Board's Report for the year ended March 31, 2020

A) CONSERVATION OF ENERGY

i) *The steps taken or impact on conservation of energy*

Energy conservation continues to receive priority attention at all levels. All efforts are made to conserve and optimize use of energy with continuous monitoring, improvement in maintenance and distribution systems and through improved operational techniques like:

a) The independent power capacitors have been installed with high HP electrical motors to reduce the electrical consumption and to improve the power factor

b) By scheduling of working hours and adjusting the paid holidays, the Company has managed to save electrical unit consumption and electricity bill. This helps for continuous working of plants and reduces wastage of energy

c) In place of hydraulic system, electronic servomotor drive unit is being used to reduce electrical consumption.

d) Replaced old distribution board by new with power capacitors to reduce electrical energy losses.

ii) *The steps taken by the company for utilizing alternate sources of energy*

a) Installed voltage stabilizer to critical machines to reduce power losses.

b) The Company is in process to explore the use of solar panels, by which Company will be able to save electricity charges.

iii) *The capital investment on energy conservation equipment:*

The capital investment on energy conservation equipment approximate 5 lakh on voltage stabilizers.

B) TECHNOLOGY ABSORPTION

i) *The efforts made towards technology absorption*

1. Company has introduced new technology in Broaching process of Pliers. Instead of traditional hydraulic presses used for broaching, company has implemented servo actuators which are highly energy efficient and noiseless process.

2. Company has brought following machines during 2019-2020,

   a. High speed hydraulic broaching press for Pliers profile broaching.

   b. CNC double head milling machine for joint milling operation of Pliers. Due to high rigidity of machine and CNC technology, it improves quality of our joint milling operation.

   c. Automatic grinding machines for Adjustable Spanners. The machine uses CNC Technology for grinding process which reduces human skill requirement and gives consistent quality in grinding.

   d. Horizontal hydraulic milling machines for slot milling operation of Adjustable spanner handles.

   e. CNC machine for Screw drivers tip manufacturing. The machine is capable to give high accuracy in Screw driver tip manufacturing.

   f. Cheek Grinding machine to increase the capacity of Pliers cheek grinding.

3. Low Cost automations-

   a. Company has retrofitted existing manual feed drilling machines of Adjustable handle manufacturing line with servo controlled feed.

   b. Company has retrofitted existing manual feed joint milling machines of Pliers manufacturing line with Hydro-Pneumatic feed.

The following new products have been introduced during the year 2019-2020

- Additional big sizes of Double Ended Spanners
- Additional big sizes of Ring Spanners
- Half Moon spanners
- Masonry Drill Bits
- Tile Cutter Blade
- Chalk Line Reel Set
- Wood working Chisel set
- Additional sizes of T-Socket Wrench
- L-Spanner with Jack Hole

The company has continued participation in National & International exhibitions to understand the modernization taking place in hand tools market and to explore the modern manufacturing processes.

ii) *Benefits Derived as a results of above efforts*

- Better & efficient manufacturing process.

- Turnover of the Company has increased because of increase in the product range & variety.
- Above activities have helped the organization to improve quality, reduce cost & reduce rejection, which had helped in sustained business.
- Improve overall product quality.
- Increase efficiency & effectiveness.
- Maintained market leadership in domestic market.

iii) *Information regarding Technology imported during last 3 years -*

The company has not imported any technology from outside.

iv) *The expenditure incurred on Research and Development-*

The expenditure incurred on Research and Development (R&D) during the year-

a)	Capital	:	-
b)	Recurring	:	₹ 149.20 Lakh
c)	Total	:	₹ 149.20 Lakh
d)	Total R and D Expenditure as a % of total turnover	:	0.31%

C) Foreign Exchange earnings and outgo

Foreign exchange earnings : ₹ 562.27 Lakh

Foreign exchange outgo : ₹ 12.04 Lakh

Annexure 'D' to the Board's Report

SECRETARIAL AUDIT REPORT
FOR THE YEAR ENDED MARCH 31, 2020
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Taparia Tools Limited
CIN: L99999MH1965PLC013392
52 & 52B, MIDC Area,
Nashik- 422 007.

I am appointed by Board of Director of Taparia Tools Limited (hereinafter called the Company) to conduct an annual Secretarial Audit on a voluntary basis for the period ended March 31, 2020.

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

Based on my verification of the 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 ended on March 31, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period ended on March 31, 2020 according to the provisions of:

I. The Companies Act, 2013 (the Act) and the Rules made thereunder.

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder:

III. The Depositories Act, 1996 and the Regulations and Bye- laws framed thereunder.

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, overseas Direct Investment and External Commercial Borrowings; **(Not Applicable** to the Company during the Audit Period since no foreign exchange transactions for foreign/overseas direct investment for inward remittance were reported during the Audit Period)

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2015.
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009: - **(Not Applicable** to the Company during the Audit period as the Company has not issued Share Capital during the period under review ;)

- The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999: - **(Not Applicable** to the Company during the Audit Period as the Company has not issued Employee Stock Option Scheme and Employee Stock Purchase Scheme during the period under review ;)
- The Securities and Exchange Board of India (Issue and Listing of debt Securities) Regulations, 2008: - **(Not Applicable** to the Company during the Audit Period as the Company has not issued and listed any debt securities during the period under review ;)

- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients.

- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: - **(Not Applicable** to the Company during the Audit Period as the Company has not delisted/ proposed to delist its equity shares from the Stock Exchange during the period under review ;)

- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998: - **(Not Applicable** to the Company during the Audit Period as the Company has not bought back any of its securities during the period under review ;)

VI. Other laws applicable specifically to the Company namely

A) Labour Laws

Factories Act, 1948
Industrial Disputes Act, 1947
The Payment of Wages Act, 1936
The Minimum Wages Act, 1948
Employees' State Insurance Act, 1948
The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
The Payment of Bonus Act, 1965
The Payment of Gratuity Act, 1972
The Contract Labour (Regulation & Abolition) Act, 1970
The Maternity Benefit Act, 1961
The Child Labour (Prohibition & Regulation) Act, 1986
The Industrial Employment (Standing Order) Act, 1946
The Employees' Compensation Act, 1923
The Apprentices Act, 1961
Equal Remuneration Act, 1976

B) Environment Laws

Water (Prevention and Control of Pollution) Act, 1974.
Water (Prevention and Control of Pollution) Cess Act, 1977.
Air (Prevention and Control of Pollution) Act, 1981.
Environment (Protection) Act, 1986.
Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.

The Secretarial Audit for the period mentioned above was carried out in two phases. Physical records maintained by the Company for the period April 01, 2019 to December 31, 2019 have been verified by visiting the Company premises. The Secretarial Audit for the last quarter (January 01, 2020- March 31, 2020) has been carried out by examining the electronic records maintained by the Company using technological means. This was decided keeping in mind the constraints/ lockdown imposed due to the sudden outbreak of the COVID-19 pandemic and restriction on physical visit to company office. The Audit has been conducted to the best of my abilities and information represented by the Management of the Company was to the extent possible examined and verified

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

i) Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI)

ii) The Listing Agreements entered by the Company with the Bombay Stock Exchange (BSE) Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015
During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, and Listing Agreements etc mentioned above. Following is our observations on specific matters of the Company:

1. The Securities and Exchange Board of India (SEBI) had passed an order numbered WTM/GM/CFD/17/2019-2020 dated June 26, 2019 (hereinafter called as 'the Order') with reference to categorization of Promoters Shareholding.

   During the audit period, the Company was yet to take any action towards re-categorisation and dilution of Promoters and Promoters group shareholding as per the SEBI Order.

   The Management has represented that it has filed an Appeal on August 13, 2019 with the Securities Appellate Tribunal (SAT), Mumbai against the Order dated June 26, 2019 received from SEBI. The matter was heard by the Honourable Judge on February 21, 2020. The next hearing of the Appeal which was scheduled on April 23, 2020 at SAT, Mumbai, has been cancelled and postponed to July 06, 2020 at SAT, Mumbai.

2. *The Quarterly Shareholding pattern being filed by Company with Bombay Stock Exchange is different from the promoters Shareholding pattern mentioned by SEBI in the order.*

   The Management has represented that there has been an appeal filed on August 13, 2019 with the Securities Appellate Tribunal (SAT), Mumbai against the Order dated June 26, 2019 received from SEBI. The matter was heard by the Honourable Judge on February 21, 2020. The next hearing of the Appeal which was scheduled on April 23, 2020 at SAT, Mumbai, has been cancelled and postponed to July 06, 2020 at SAT, Mumbai.

3. *Details regarding non-compliance of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015*

   75.83% Shareholding of Promoters was dematerialised whereas Regulation 31 necessitates 100% Shareholding of Promoter and Promoter group to be in dematerialised form.

   The Management has represented that the pending dematerialization is only for shares in joint holding between HUF and Individual promoters, the transfer of Promoters shares are currently restricted by SEBI as per its order dated Order No: WTM/GM/CFD/17/2019-2020 dated June 26, 2019.

I further report that:

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

- There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers other than mentioned above;

- The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel other than mentioned above.

- The FEMA, 1999 is not applicable on Company under the review of audit.

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

I further report that during the audit period there were no specific events/actions in the pursuance to the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the company's affairs.

Sagar R Khandelwal
Company Secretary
(ACS 25781)
(C.P. No. 13778)

Place: Pune
Date: 26/06/2020
UDIN:A025781B000384920

To,
The Members,
TAPARIA TOOLS LIMITED
CIN: L99999MH1965PLC013392
52 & 52B, MIDC Area,
Nashik-422 007

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of 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 processes 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 representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Sagar R Khandelwal
Company Secretary
(ACS 25781)
(C.P. No. 13778)

Place: Pune
Date: 26/06/2020
UDIN:A025781B000384920

Annexure 'E' to the Board's Report

Management Reply on the Observations of Secretarial Audit Report

Point No. 1	In the view of the Company, there was no violation with reference to the "promoters and promoter group" shareholding. The said stand of the Company has been intimated to SEBI vide Company's letter dated 14-11-2015. The Company has filed an appeal on August 13, 2019 with the Securities Appellate Tribunal (SAT), Mumbai against the Order dated June 26, 2019 received from SEBI. The matter was heard by the Honourable Judge on February 21, 2020. The next hearing of the Appeal, which was scheduled on April 23, 2020 at SAT, Mumbai, has been cancelled and postponed to July 06, 2020 at SAT, Mumbai.
Point No. 2	The Shareholding pattern being filed by the Company with Bombay Stock Exchange is as per the proper interpretation of the statutory provisions.
Point No. 3	The "Promoters and Promoter group" have finished dematerialization of their shareholding whatever has been possible.

Annexure 'F' to the Board's Report

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March 2020

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

I. REGISTRATION & OTHER DETAILS:

i)	CIN	L99999MH1965PLC013392
ii)	Registration Date	31st December 1965
iii)	Name of the Company	Taparia Tools Limited
iv)	Category/Sub-category of the Company	Public Company limited by shares
v)	Address of the Registered office & contact details	52 & 52B, MIDC Area, Trimbak Road, Satpur, Nashik - 422 007 Contact Details : Tel Nos. (0253) 2350317/318/418 E-mail : nashik@tapariatools.com
vi)	Whether listed company	Yes
vii)	Name, Address & contact details of the Registrar & Transfer Agent	Universal Capital Securities Pvt. Ltd. C 101, 247 Park, LBS Road, Vikhroli West, Mumbai – 400083. Maharashtra Tel: (022) 2820 7203-05 | Email: info@unisec.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacture and trade of Hand Tools	25933	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
Not Applicable					

IV. SHARE HOLDING PATTERN - (Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-04-2019]				No. of Shares held at the end of the year [As on 31-03-2020]				% of Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1,579,594	511,623	2,091,217	68.89	1,579,594	511,623	2,091,217	68.89	0.00
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	25300		25,300	0.83	25,300	-	25,300	0.83	0.00
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	1,604,894	511,623	2,116,517	69.72	1,604,894	511,623	2,116,517	69.72	0.00
(2) Foreign									
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoters(A)(1)+(A)(2)	1,604,894	511,623	2,116,517	69.72	1,604,894	511,623	2,116,517	69.72	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Alternate Investment Funds	-	-	-	-	-	-	-	-	-
c) Banks / FI	-	-	-	-	-	-	-	-	-
d) Central Govt.	-	-	-	-	-	-	-	-	-
e) State Govt(s)	-	-	-	-	-	-	-	-	-
f) Venture Capital Funds	-	-	-	-	-	-	-	-	-
g) Insurance Companies	-	-	-	-	-	-	-	-	-
h) FIIs	-	-	-	-	-	-	-	-	-
i) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
j) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

2. Non-Institutions									
a) Bodies Corporate									
i) Indian	420	350,955	351,375	11.57	420	350,955	351,375	11.57	0.00
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital up to ₹ 1 lakh	11,395	29,733	41,128	1.35	14,466	26,523	40,989	1.35	0.00
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	291,674	161,960	453,634	14.94	291,674	161,960	453,634	14.94	0.00
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
NRI/OCBs	50	16500	16550	0.55	184	16500	16684	0.55	0.00
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	5	-	5	-	-
Trusts	-	20	20	0.00	-	20	20	0.00	0.00
Directors & Relatives	-	56526	56,526	1.86	-	56526	56,526	1.86	0.00
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	303,539	615,694	919,233	30.28	306,749	612,484	919,233	30.28	0.00
Total Public Shareholding (B)=(B)(1)+(B)(2)	303,539	615,694	919,233	30.28	306,749	612,484	919,233	30.28	0.00
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1,908,433	1,127,317	3,035,750	100.00	1,911,643	1,124,107	3,035,750	100.00	0.00

(ii) Shareholding of Promoters / Promoter Group

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01-04-2019)			Shareholding at the end of the year (As on 31-03-2020)			% of change in shareholding during the year
		No. of Shares	% of total Shares	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares	% of Shares Pledged / encumbered to total shares	
1	Harnarayan Taparia	364,650	12.01	Nil	364,650	12.01	Nil	0.00
2	Harnarayan Taparia (HUF)	133,129	4.39	Nil	133,129	4.39	Nil	0.00
3	Devi Prasad Taparia	101,699	3.35	Nil	101,699	3.35	Nil	0.00
4	Devi Prasad Taparia (HUF)	80,958	2.67	Nil	80,958	2.67	Nil	0.00
5	Jaya Krishna Taparia	147,476	4.86	Nil	147,476	4.86	Nil	0.00
6	Jaya Krishna Taparia (HUF)	66,042	2.18	Nil	66,042	2.18	Nil	0.00
7	Madhav Prasad Taparia	143,565	4.73	Nil	143,565	4.73	Nil	0.00
8	Madhav Prasad Taparia (HUF)	115,969	3.82	Nil	115,969	3.82	Nil	0.00
9	Bhagwati Binani	55	0.00	Nil	55	0.00	Nil	0.00
10	Bharat Taparia	133,194	4.39	Nil	133,194	4.39	Nil	0.00
11	Bharat Kumar Taparia (HUF)	10,718	0.35	Nil	10,718	0.35	Nil	0.00
12	Harsha Mundhra	50,000	1.65	Nil	50,000	1.65	Nil	0.00
13	Kusum Devi Taparia	146,848	4.84	Nil	146,848	4.84	Nil	0.00

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01-04-2019)			Shareholding at the end of the year (As on 31-03-2020)			% of change in shareholding during the year
		No. of Shares	% of total Shares	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares	% of Shares Pledged / encumbered to total shares	
14	Prema Devi Taparia	126,989	4.18	Nil	126,989	4.18	Nil	0.00
15	Rajdulari Devi Taparia	181,057	5.96	Nil	181,057	5.96	Nil	0.00
16	Shashi Devi Bangur	69,271	2.28	Nil	69,271	2.28	Nil	0.00
17	Sudha Devi Taparia	103,799	3.42	Nil	103,799	3.42	Nil	0.00
18	Sushil Kumar Taparia	71,799	2.37	Nil	71,799	2.37	Nil	0.00
19	Sushil Kumar Taparia (HUF)	43,999	1.45	Nil	43,999	1.45	Nil	0.00
20	Om Shri Yogeshwar Mfg. & Trading Co.	25,300	0.83	Nil	25,300	0.83	Nil	0.00
	Total	**2,116,517**	**69.72**	**Nil**	**2,116,517**	**69.72**	**Nil**	**0.00**

(iii) Change in the Shareholding of Promoters / Promoter Group

Sr. No.	Particulars	Shareholding at the beginning of the year (As on 01-04-2019)		Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)	
		No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year	2,116,517	69.72	2,116,517	69.72
	Date wise increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease	0.00	0.00	0.00	0.00
	At the end of the year	2,116,517	69.72	2,116,517	69.72

(iv) Shareholding Pattern of top ten Shareholders - *(Other than Directors, Promoters and Holders of GDRs and ADRs):*

SN	Name	Shareholding at the beginning of the year		Date	Reason	Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)		Increase/ Decrease in share-holding
		No.of Shares at the beginning (01-04-2019)/ end of the year (31-03-2020)	% of total Shares			No. of shares	% of total shares	
1	Veer Enterprises Limited	274,288	9.04	01/04/2019	Nil movement during the year	274,288	9.04	0
		274,288	9.04	31/03/2020				
2	Shreekanta Devi Taparia	100,098	3.30	01/04/2019	Nil movement during the year	100,098	3.30	0
		100,098	3.30	31/03/2020				
3	Anant Taparia	60,364	1.99	01/04/2019	Nil movement during the year	60,364	1.99	0
		60,364	1.99	31/03/2020				
4	Shree Kumar Bangur	57,358	1.89	01/04/2019	Nil movement during the year	57,358	1.89	0
		57,358	1.89	31/03/2020				
5	Saurabh Bangur	56,555	1.86	01/04/2019	Nil movement during the year	56,555	1.86	0
		56,555	1.86	31/03/2020				

SN	Name	Shareholding at the beginning of the year		Date	Reason	Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)		Increase/ Decrease in share-holding
		No.of Shares at the beginning (01-04-2019)/ end of the year (31-03-2020)	% of total Shares			No. of shares	% of total shares	
6	Abhimanyu Mundhra- Minor through Gardian	50,000	1.65	01/04/2019	Nil movement during the year	50,000	1.65	0
		50,000	1.65	31/03/2020				
7	Rajendra Somani	46,500	1.53	01/04/2019	Nil movement during the year	46,500	1.53	0
		46,500	1.53	31/03/2020				
8	Shree Satyanarayan Investments Co.	46,000	1.52	01/04/2019	Nil movement during the year	46,000	1.52	0
		46,000	1.52	31/03/2020				
9	Aryaman Taparia-Minor through Gardian	35,277	1.16	01/04/2019	Nil movement during the year	35,277	1.16	0
		35,277	1.16	31/03/2020				
10	Satish Kumar Mundhra	20,438	0.67	01/04/2019	Nil movement during the year	20,438	0.67	0
		20,438	0.67	31/03/2020				

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding		Date	Reason	Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)		Increase/ Decrease in shareholding
		No.of Shares at the beginning (01-04-2019)/end of the year (31-03-2020)	% of total Shares			No. of shares	% of total shares	
A	**DIRECTORS**							
1	Shri H.N. Taparia, Chairman & Managing Director	364,650	12.01	01/04/2019	Nil movement during the year	364,650	12.01	-
		364,650	12.01	31/03/2020				
2	Shri D.P. Taparia, Non-Executive Director	101,699	3.35	01/04/2019	Nil movement during the year	101,699	3.35	-
		101,699	3.35	31/03/2020				
3	Shri J.K. Taparia Non-Executive Director	147,476	4.86	01/04/2019	Nil movement during the year	147,476	4.86	-
		147,476	4.86	31/03/2020				
4	Shri M.P. Taparia Non-Executive Director	143,565	4.73	01/04/2019	Nil movement during the year	143,565	4.73	0
		143,565	4.73	31/03/2020				

Sr. No.	Name	Shareholding		Date	Reason	Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)		Increase/ Decrease in shareholding
		No.of Shares at the beginning (01-04-2019)/end of the year (31-03-2020)	% of total Shares			No. of shares	% of total shares	
5	Shri Virendraa Bangur Non-Executive Director	56,526	1.86	01/04/2019	Nil movement during the year	56,526		1.86
		56,526	1.86	31/03/2020				
6	Shri Sivaramakrishnan Whole-time Director	-	-	01/04/2019	Nil	-	0.00	-
		-	-	31/03/2020				
7	Shri G.S. Manasawala Independent Director	-	-	01/04/2019	Nil	-	0.00	-
		-	-	31/03/2020				
8	Shri Rajeev J. Mundra Independent Director	-	-	01/04/2019	Nil	-	0.00	-
		-	-	31/03/2020				
9	Mrs. Disha Wadhwani Independent Director	-	-	01/04/2019	Nil	-	0.00	-
		-	-	31/03/2020				
10	Mrs. Premlata Purohit Independent Director	-	-	01/04/2019	Nil	-	0.00	-
		-	-	31/03/2020				
11	Mr. Devendra Vyas			01/04/2019	Nil	-	0.00	-
				31/03/2020				
12	Mr. Jugal Kishore Jaju	-	-	01/04/2019	Nil	-	0.00	-
		-	-	31/03/2020				
B	**KEY MANAGERIAL PERSONNEL**							
1	Shri V.S. Datey Company Secretary	-	-	01/04/2019	Nil	-	0.00	0
		-	-	31/03/2020				
2	Shri S.R. Bagad Chief Financial Officer	-	-	01/04/2019	Nil	-	0.00	0
		-	-	31/03/2020				

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(₹ in Lakh)

	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
	Indebtedness at the beginning of the financial year				
	i) Principal Amount	-	-	-	-
	ii) Interest due but not paid	-	-	-	-
	iii) Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)	-	-	-	-
	Change in Indebtedness during the financial year				
	Addition	-	-	-	-
	Reduction	-	-	-	-
	Exchange Difference	-	-	-	-
	Net Change	-	-	-	-
	Indebtedness at the end of the financial year				
	i) Principal Amount	-	-	-	-
	ii) Interest due but not paid	-	-	-	-
	iii) Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in Lakh)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
	Name	Shri H.N. Taparia	Shri Sivaramakrishnan	
	Designation	Chairman and Managing Director	Director - Operations	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	28..00	*17.15	45.15
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	2.23	2.23
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Options	-	-	-
3	Sweat Equity	-	-	-
4	Commission			-
5	Others, please specify	-	-	-
	Total (A)	28.00	19.38	47.38
	Ceiling as per the Act	(10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)		

*In addition to above, Shri Sivaramakrishnan encashed leave amounting to ₹ 20.46 lakh.

B. Remuneration to other Directors

Sr. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Shri G.S. Manasawala	Shri Rajeev J. Mundra	Mrs. Disha Wadhwani	Mrs. Premlata Purohit	Shri Devendra Vyas	Shri Jugal Kishore Jaju	
1	Independent Directors							
	Sitting Fee for attending board/ committee meetings	0.75	0.85	0.45	0.45	0.35	0.35	3.20
	Commission	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-
	Total (1)	0.75	0.85	0.45	0.45	0.35	0.35	3.20
2	Other Non-Executive Directors	**Shri H.N. Taparia**	**Shri J.K. Taparia**	**Shri D.P. Taparia**	**Shri M.P. Taparia**	**Shri Virendraa Bangur**	-	-
	Fee for attending board/ committee meetings	0.15	0.30	0.80	0.40	0.20	-	1.85
	Commission	-	-	-	-	-		-
	Others, please specify	-	-	-	-	-		-
	Total (2)	0.15	0.30	0.80	0.40	0.20	-	1.85
	Total (B)=(1)+(2)							5.05
	Total Remuneration (A) + (B)							52.43
	Overall Ceiling as per the Act	(11% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013						

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD

(₹ In Lakh)

Sr. No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
	Name	Shri S.R. Bagad	Shri V.S. Datey	
	Designation	Chief Financial Officer	Company Secretary	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	*10.05	2.83	12.88
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1.42	0.56	1.98
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option			
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	
5	Others, please specify			-
	Total	11.47	3.39	14.86
	*In addition to above, Shri S.R. Bagad encashed leave amounting to ₹ 1.29 lakh.			

VII.PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of the Board of Directors

H.N. Taparia
Chairman and Managing Director

Nashik, July 24, 2020

Annexure 'G' to the Board's Report

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

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

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

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

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

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

For and on behalf of the Board of Directors

H.N. Taparia
Chairman & Managing Director
(DIN: 00126774)

Nashik, 24th July, 2020

Management Discussion And Analysis

Global Economy in View of Pandemic, COVID-19

The world economy has witnessed in decades the largest economic shock following the emergence of pandemic COVID-19, causing a collapse in global activity. In all, the pandemic is expected to plunge a majority of countries into recession this year, with per capita output contracting in the largest fraction of countries since 1870.

Emerging Markets and Developing Economies (EMDE) GDP is forecasted by various global agencies to contract by 2.5 percent in 2020. During the last global recession in 2009, many EMDEs were able to implement large -scale fiscal and monetary responses. Today, however, many EMDEs are less prepared to weather a global downturn and must simultaneously grapple with a severe public health crisis with heavy human costs.

Advanced economies have faced a very substantial slump in activity as they grapple with the far-reaching consequences of the pandemic. As a result, advanced-economy output is now projected to slow dramatically, from an expansion of 1.6 percent in 2019 to a contraction of 7 percent in 2020.

Growth among the Low Income Countries (LICs) is expected to slow markedly to 1 percent in 2020—the slowest pace in at least 25 years—reflecting the pandemic's broad-based disruption to activity. Aggregate activity in LICs is expected to rebound in 2021, with growth rising to 4.6 percent as headwinds related to the pandemic fade.

Indian Economy in View of Pandemic, COVID-19

In 2019-20, the Indian economy grew by 4.2% against 6.1% expansion in 2018-19, according to data released by the National Statistical Office. The economic growth has slowed down to an 11 year low.

The International Monetary Fund (IMF) has projected a deeper 4.5% contraction for India in FY21 than earlier estimated, citing a longer lockdown period and slower than anticipated recovery. The latest assessment has also toned down the bounce back in FY2022 to 6% against a stronger 7.4% growth forecast in April, 2020.

"India's economy is in deep trouble in containing the virus, an anemic policy response, and underlying vulnerabilities, especially across the financial sector, are leading us to expect growth to fall by 5 per cent this fiscal year before rebounding in 2021," S&P said in a report.

The pandemic caused a sudden stop in activity and to prevent a collapse, policymakers, helped by banks, have provided extraordinary financial support to firms and households. One risk now looming larger is yet another "balance sheet recession" in which at least one important sector of the economy -- the government, firms, or households -- tries to bolster its weak financial position by saving more, paying down debt, and spending less, S&P said.

However the Indian economy is concentrating on overcoming the recessionary phase with the promotion of 'pro-business' policies that unleash the power of competitive markets to generate wealth as against 'pro-cony' policies that may favour incumbent private interests, the country may see raise in business.

The government aims at raising exports and thereby jobs by integrating "Assemble in India for the world" into Make in India. Also it is targeting ease of doing business in India coupled with its Atamnirbhar policies. The Government of India is putting sincere efforts and is moving forward on the path of Sustainable Development and Growth implementation.

Hand Tools Market

As per the forecast for the period 2020-2024, the market will grow at a CAGR of over 4%. There is growth observed in hand tools market due to growth in construction industry. The construction industry is one of the major end-users of hand tools. Therefore, the growing global construction market results in increased sales of hand tools. Another important factor in increasing sales of hand tools is the rising popularity of DIY activities, primarily associated with home improvement plans.

Supply chain disruptions during the COVID-19 have made machine tools manufacturers, and other end-use industries realize the over-reliance on China could be destructive. The Government is already canvassing its initiatives under Atmanirbhar- Bharat campaign to increase self-reliance.

However to encash the host of opportunities available in hand tools market, considering the current global scenario, due to the COVID-19 pandemic, if India is to match the manufacturing prowess of China, the government has to support local manufacturing of higher value engineering goods, encourage Indian manufacturers for local production, over and above attracting foreign companies to invest in India through FDI (foreign direct investment) and FPI (foreign portfolio investment), and provide greater focus on the MSME sector.
Along with same incentives can be provided like duty free import for machinery to modernize plants, interest free loans or interest subsidies for five years, 10% subsidy for purchase of indigenous plant and machinery, all export policies should be valid for at-least 5 years so that exporters can plan long term, income tax relief for existing units going for expansion, along with extending subsidy on land purchase for export project.

Business Review
The Company's total Revenue for F.Y. 2019-2020 amounting to ₹ 47,537.99 lakh was slightly higher than ₹ 47283.15 Lakh of previous year.

The endeavour of the company is in reducing consumption of power and water the same has been achieved by innovative techniques that result in optimum usage and minimum wastage.

The company has contributed in social security with its contribution of ₹ 174.08 lakh to the Employee Provident Fund Account during the financial year 2019-20.

SWOT ANALYSIS

Strengths
Brand reputation combined with the loyal customer base.
Experienced manpower and know how along with dedication towards evolving new techniques.
The quality of the products along with the lifetime warranty makes the customers choose the company over its competitors.

Weakness
Increasing demand and the requirement to increase capacity.

Opportunities
To capitalize on opportunities due to COVID-19 extended by Government
Press/media coverage of Taparia branded products

Threats
Impact of COVID-19
Competition from domestic and international companies
Rising costs of operations and cheaper imports.

OPERATIONAL AND FINANCIAL PERFORMANCE

The Company's working during the year is satisfactory. The Company's total Revenue during the year was ₹ 47537.99 Lakh against almost same level of ₹ 47283.15 Lakh in the previous year. However, the Profit earned after tax is ₹ 3058.82 Lakh in the current year represents an increase of 30.11% against ₹ 2350.95 Lakh in the previous year.

All the efforts put in by the Management have led to a very stable and conducive work environment in the Company and paves way for the future growth. The Board acknowledges strong commitment and on-the-ground efforts of all the employees towards the growth of the organisation.

Established in 1969 in India with collaboration with Swedish Company, Taparia Tools Limited is one stop and most reliable solution to hand tools requirements. The Company is committed to providing quality products to increase customer satisfaction and provides a life time guarantee on its products. The Company is continuously expanding its product line with new innovative products to address the needs of market along with offering ease of use maintaining the aesthetic look.

RATIOS	2019-2020	2018-2019	% CHANGE
Debtors Turnover (No. of days)	28.00	32.00	(4)
Inventory turnover (No. of days)	129.00	102.00	27.00
Interest Coverage Ratio	NA	NA	NA
Current Ratio	4.61	2.81	1.80
Debt Equity Ratio	NA	NA	NA
Operating Profit Margin (%)	24.91	24.15	0.76
Net Profit Margin (%)	8.72	7.72	1.00

Note : Inventory Turnover Ratio increased due to addition of various new products. Also the Company has policy to keep sufficient stock to serve customers better.

RESEARCH AND DEVELOPMENT

Taparia Tools Limited has a dedicated Research and development team of professionals continuously looking for ways to increase their product's effectiveness and come up with new ideas that will shape the market.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

In order to ensure orderly and efficient conduct of business, Company's management has put in place necessary internal control systems commensurate with its business requirements, scale of operations and applicable statutes. The company has created an effective internal control system, by establishing the following:

- Policies and procedures including, among others, organizational structure, job descriptions, authorization matrix;
- Segregation of duties and responsibilities;
- Authorization and approval process;
- Performance monitoring and control procedures;
- Safeguarding assets, completeness and accuracy;
- Manpower management;
- Independent internal audit function;
- Regulatory compliance and risk management.

Company has documented Standard Operating Procedures (SOPs) for procurement, human resources, sales and marketing, logistics, finance and treasury, financial reporting, compliances and other areas of its operations.

The compliance to these controls and systems including SOPs is periodically reviewed by the Internal Audit function and exceptions are reported. All material audit observations and follow up actions thereon are reported to the Audit Committee. The Committee holds regular discussions with the Auditor to ensure adequacy and effectiveness of the internal control systems and monitors implementation of audit recommendations.

ENVIRONMENT, OCCUPATIONAL HEALTH AND SAFETY:

The Safety & Occupational Health of its employees is embedded as part of the organisational core values of the Company. The Safety, Occupational Health & Environmental Policy (SH&E Policy), inter alia, covers and ensures safety of public, employees, plant and equipment, ensures compliance on a monthly basis by developing compliance systems and imparts training on Safety, Sustainability & Prevention of Sexual Harassment to all its employees.
Due to Company's commitment to improve the wellbeing of its employees and contract workmen it organizes physical fitness activities like Yoga, Occupational Health Examination Camps, medical checkups, consultation and counselling.

HUMAN RESOURCES:

An efficiently run company needs an efficiently managed Human Resource. Human being is fundamental resource for making or construction of anything. Among the five Ms of management i.e. Men, Money, Machines, Materials and Methods, HRM deals with first M, which is men. It is belived that in the five Ms, "men" is not easy to manage, whereas other Ms are lifeless or abstract with no power to think and decide. Humans crucial assets for any organization.

At Taparia Tools Limited we believe in the saying of John F. Kennedy, Our progress can be no swifter than our progress in education, the human mind is our fundamental resource. Therefore not only does the organization provide training for new or inexperienced employees, it also designs training programs for experienced employees. Various development programs are conducted for managerial staff. The training and development programs are conducted at Taparia Tools Limited to ensure that employees are capable of performing their jobs at acceptable levels.
Career planning and development conducted in organization helps the Company to give suitable opportunities to employees to grow their career and learn new skills.

The Company believes in equity. It recognizes every employee at par irrespective of caste, creed, religion and language, thus creating a very good environment in an organization.

At Taparia, everyone considers himself as a part of family and identifies himself as part of a one whole.
The Company continued the welfare activities for the employees, which include Medical Care, Group Insurance, Canteen facility, etc. To enrich the skills of employees and enrich their experience, the Company arranges Practical Training Courses by Internal and External Faculty.

The Company has good cordial relation with trade union and employees representatives and views these relationships as contributing positively to the success of the business.

STATUTORY COMPLIANCE

All declarations and compliances with respect to the applicable statutes, enactments and guidelines are submitted at every meeting of the Board of Directors of the Company. The Company Secretary who is also the Compliance Officer gives a declaration of compliance to the Board with respect to the applicable provisions of Companies Act, 2013 and Securities and Exchange Board of India (SEBI) Regulations.

CONCLUSION:

The Company has posted better results in the year 2019-2020. To take advantage of the positive economic and industrial conditions the Company is concentrating on launching new products with superior quality by use of advance technology to increase its turnover. The Company is geared to continue to cater to market demand along with its continued commitment to customer satisfaction and quality.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations and predictions may be "forward-looking statements" within the meaning of applicable securities law and regulations. Actual results could differ materially from those expressed or implied, important factors that could make difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the Government regulations, tax regimes, economic developments within India and countries in which the Company conducts business and other incidental factors.

Corporate Governance Report

1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

Good Corporate Governance is not an end in itself, it is the means to create confidence with stakeholders and establish business integrity for an organization. Taparia Tools has come a long way in adopting some of the key principles of Corporate Governance like transparency, fairness, disclosures and accountability and these principles have been strongly cemented in the pillars, it has been founded upon. The business strategies and operations of the Company are governed by these principles to ensure fiscal accountability, ethical corporate behavior and fairness to all stakeholders.

Company's Corporate Governance policy is the ideology of transparency and openness in the effective working of the management and Board. It is believed that the imperative for good Corporate Governance lies not merely in drafting a code of Corporate Governance but in practicing it.

A report on compliance with the principles of Corporate Governance as prescribed by SEBI in Chapter IV read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") is given below:

2. BOARD OF DIRECTORS

Board Composition

As on 31st March, 2020, the Company had 12 Directors of which 2 are Executive Directors, 4 are Non-Executive and 6 are Independent Directors including two woman directors. The composition of the Board is in conformity with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the directors on the board holds directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2020 have been made by the directors.

Independent directors are non-executive directors as defined under Regulation 16 (1b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The maximum tenure of the independent directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under Section 149 of the Act.

Board Meetings

Four Board Meetings were held during the year ended on 31st March 2020. These were held on May 28, 2019; August 8, 2019; November 14, 2019 and February 11, 2020. Maximum time gap between two Board Meetings did not exceed the limits as stipulated in the Companies Act, 2013.

Attendance of Directors at the Board Meeting and the last Annual General Meeting

Name of the Director	Category	Meetings		Directorship in other Listed Companies
		Board	AGM	
Shri H. N. Taparia	Chairman and MD, Promoter Director	4	Yes	1
Shri G. S. Manasawala	Independent Director	4	Yes	1
Shri Rajeev J. Mundra	Independent Director	4	Yes	2
Mrs. Disha Nitin Wadhwani	Independent Director	4	-	-
Mrs. Premlata Narendra Purohit	Independent Director	4	-	1
Shri Devendra Vyas	Independent Director	3	-	-
Shri Jugal Kishore Jaju	Independent Director	3	-	-
Shri Virendraa Bangur	Non-Executive Director	2	-	10
Shri J.K. Taparia	Non-Executive, Promoter Director	3	Yes	-
Shri M.P. Taparia	Non-Executive, Promoter Director	4	Yes	1
Shri D.P. Taparia	Non-Executive, Promoter Director	4	Yes	3
Shri Sivaramakrishnan	Director – Operations	4	Yes	-

3. Independent Directors Separate Meeting

The Independent Directors met on 28th May, 2019 without the presence of non-independent directors and members of the management. At this meeting, the Independent Directors inter-alia discussed the following details:

a. Reviewed the performance of the non-independent directors and the board of directors as a whole.
b. Reviewed the performance of the chairman of the board.
c. Assessed the quality, quantity and timeliness of flow of information between the management and the board of directors.

Familiarization Programme for Independent Directors

The Executive Director of the Company provides a brief of the industry and business of the Company to the new Independent Directors and also has a discussion to familiarize the Independent Directors with the Company's operations. At the time of regularization of the appointment of an Independent Directors, the appointment is formalized by issuing a letter to the director, which inter-alia explains the role, function, duties and responsibilities expected of him/her as a director of the Company. The Company also from time to time familiarizes the Independent Directors about the Company, its products, business and the on-going events relating to the Company.

Performance Evaluation of non-executive and Independent Directors

The performance evaluation criteria laid down for Independent Directors covers attendance and contribution of Director at Board/Committee meetings, adherence to ethical standards and code of conduct of the Company, inter-personal relations with other Directors, meaningful and constructive contribution and inputs in the Board/ Committee meetings, etc.

4. AUDIT COMMITTEE

Composition of the Committee

The Audit Committee of the Company comprises of two Independent Directors, namely, a) Shri G. S. Manasawala as a Chairman, b) Shri Rajeev J. Mundra as a Member and one Non-Executive Director - Shri D.P. Taparia as a Member.

The members of the Committee have good exposure to Law, Financial Management, Taxation, Company Law matters, Internal/External Audit as well as in the areas of general management.

The Committee's composition meets with requirements of Section 177 of the Companies Act, 2013 as well as those mentioned in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Members of the Audit Committee possess financial / accounting expertise / exposure.

Scope of Audit Committee

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18(1) of the Listing Regulations read with Section 177 of the Companies Act, 2013 and its terms of reference include the following:

1. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.

2. Recommending to the Board, the appointment, and if required, the replacement or removal of the statutory auditor and the fixation of audit fees.

3. Approving payments to statutory Auditor for any other services rendered by the statutory Auditor.

4. Reviewing with the management, the quarterly and annual financial statements before submission to the Board for approval, with particular reference to:

   a) Matters required to be included in the Directors' Responsibility Statement be included in the Board's report in terms of Section 134 of the Companies Act, 2013;

   b) Changes, if any, in accounting policies and practices and reasons for the same;

   c) Major accounting entries involving estimates based on the exercise of judgment by management;

   d) Significant adjustments to financial statements arising out of audit findings;

   e) Compliance with listing and other legal requirements relating to financial statements;

   f) Approval or any subsequent modification of transactions of the Company with related parties;

   g) Scrutiny of inter-corporate loans and investments.

   h) Qualifications in the draft audit report.

5. 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 utilised 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.

6. Reviewing and monitoring Auditors independence and performance of statutory and internal auditors and effectiveness of adequacy of audit process.

7. Reviewing the adequacy of internal audit function, 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.

8. Carrying discussions with internal Auditors on any significant findings and follow up there on.

9. Reviewing the findings of any internal investigations by the internal Auditor 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.

10. Carrying discussion with statutory Auditor before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

11. To look into the reasons for substantial defaults in the payment to the depositors, shareholders (in case of non-payment of declared dividends) and creditors.

12. To monitor the use of proceeds received in the initial public offering.

13. To approve the appointment of CFO (i.e. the Whole-time Financial Director or any other person heading the finance function or discharging that function) after assessing the qualification and background etc. of the candidate.

14. To review the functioning of the Whistle Blower mechanism.

Powers of Audit Committee:

1. To investigate any activity within its terms of reference
2. To seek information from any employee
3. Major accounting entries involving estimates based on the exercise of judgment by the management;
4. Significant adjustments made in financial statements arising out of audit findings; Compliance with listing and other legal requirements relating to financial statements;
5. Approval or any subsequent modification of transactions of the Company with related parties;
6. Scrutiny of inter-corporate loans and investments.

Meeting Details

Four Meetings were held during the year – on May 28, 2019; August 8, 2019; November 14, 2019 and February 11, 2020.

Attendance of Directors at the Audit Committee Meetings

Name of the Director	Designation	No. of meetings Attended
Shri G. S. Manasawala	Chairman	4
Shri Rajeev J. Mundra	Member	4
Shri D.P. Taparia	Member	4

Shri Harnarayan Taparia, Executive Chairman and Managing Director, Shri V.S. Datey, Company Secretary and Shri S.R. Bagad, Chief Financial Officer are permanent invitees to the Audit Committee meetings. In addition, the heads of the Finance and Accounts, representatives of Internal and Statutory Auditor generally attended these meetings. The Company Secretary acted as the Secretary to the Audit Committee.

5. NOMINATION AND REMUNERATION COMMITTEE

Terms of Reference of the Committee, inter alia, includes the following:

1. identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

2. To devise a policy on Board diversity;

3. To formulate the criteria for evaluation of Independent Directors and the Board;

4. To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.

Composition of the Committee

The Nomination and Remuneration Committee consists of two Independent Directors, namely, a) Shri G. S. Manasawala as a Chairman, b) Shri Rajeev J. Mundra as a Member and one Non-Executive Director - Shri D.P. Taparia as a Member.

Meeting Details

Nomination and Remuneration Committee Meetings were held in the year under review on May 28, 2019; August 8, 2019.

Attendance of Directors at the Nomination and Remuneration Committee Meetings

Name of the Director	Designation	No. of meeting Attended
Shri G. S. Manasawala	Chairman	2
Shri Rajeev J. Mundra	Member	2
Shri D.P. Taparia	Member	2

Remuneration Policy

The Nomination and Remuneration Committee is fully empowered to determine/approve and revise, subject to necessary approvals, the remuneration of managerial personnel including Managing Director after taking into account the financial position of the Company, trends in the industry, qualifications, experience, past performance and past remuneration, etc.

The Non-Executive Directors are paid sitting fees for every meeting of the Board and its Committees attended by them.

Details of Sitting Fees paid to Non-Executive Directors and Independent Directors

Name of the Director	Amount (₹)	Name of the Director	Amount (₹)
Shri G. S. Manasawala	75,000	Shri Jugal Kishore Jaju	35,000
Shri Rajeev J. Mundra	85,000	Shri H.N. Taparia	15,000
Shri Virendraa Bangur	20,000	Shri D. P. Taparia	80,000
Mrs. Disha Nitin Wadhwani	45,000	Shri M. P. Taparia	40,000
Mrs. Premlata Narendra Purohit	45,000	Shri J. K. Taparia	30,000
Shri Devendra Vyas	35,000		
Total Sitting Fees Paid			5,05,000

(The above sitting fees are excluding reimbursement of travel and other expenses incurred for the business of the Company)

Sitting fees for Directors for the Meetings are as follows:

a) Board of Directors: ₹10, 000/- each meeting.

b) Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee, Independent Directors and Special Committee: ₹ 5,000/- each meeting.

Performance evaluation of Directors

The Nomination and Remuneration Committee of the Board has laid down the criteria for performance evaluation of all Directors. The performance evaluation is being done by the entire Board of Directors, except the Director concerned being evaluated. The criteria for performance evaluation are as follows:

Role & Accountability

- Understanding the nature and role of Independent Directors' position.

- Understanding of risks associated with the business.
- Application of knowledge for rendering advice to management for resolution of business issues.
- Offer constructive challenge to management strategies and proposals.
- Active engagement with the management and attentiveness to progress of decisions taken.

Objectivity
- Non-partisan appraisal of issues.
- Own recommendations given professionally without tending to majority or popular views.

Leadership & Initiative
- Heading Board Sub-committees.
- Driving any function or identified initiative based on domain knowledge and experience.

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: (No Sitting Fees)

(₹ in Lakh)

Name of the Director	Salary and Allowances	Perquisites
Shri H. N. Taparia, Chairman and Managing Director	28.00	Nil
Shri Sivaramakrishnan, Director – Operations	*17.15	2.23
Shri V. S. Datey, Company Secretary	2.83	0.56
Shri S. R. Bagad, Chief Financial Officer	*10.05	1.42
Total remuneration paid	58.03	4.21

* In addition to above, Shri Sivaramakrishnan encashed leave amounting to Rs,. 20.46 lakh.
* In addition to above, Shri S.R. Bagad encashed leave amounting to Rs,. 1.29 lakh.

Remuneration includes Basic Salary, House Rent Allowance, Bonus, Leave Encashment and Company's Contribution to Provident Fund but excludes Company's Contribution to Gratuity Fund.

6. STAKEHOLDERS' RELATIONSHIP COMMITTEE

Composition of the Committee

The members of the Shareholders Grievances/Share Allotment and Transfer Committee of the Company are Shri D. P. Taparia, Chairman, Shri H. N. Taparia and Shri G.S. Manasawala.

Shri V. S. Datey, Company Secretary who is the Compliance Officer can be contacted at the registered office of the Company.

DETAILS OF SHAREHOLDERS' COMPLAINTS	
1. No. of Shareholders' complaints pending as on 01-04-2019	0
2. No. of shareholders' complaints received in 2019-2020	4
3. No. of shareholders' complaints disposed of during 2019-2020	4
4. No. of shareholders' complaints remaining unresolved as on 31-03-2020	0

Terms of reference:

The Stakeholders' Relationship Committee, inter alia, is primarily responsible for considering and resolving grievances of security holders of the Company. The additional powers (terms of reference) of the Stakeholders' Relationship Committee are:

1. Review and oversee the process of transfer, transmission of shares, issue duplicate share certificates, splitting or consolidation of share certificates, redress shareholders' complaints, approve the nominations received, dematerialisation, rematerialisation, etc. and other shares related formalities.

2. Review and oversee the process of resolving of shareholders /investors/ security-holders grievances.

3. Advise the Board of Directors on matters which can facilitate better investor services and relations.

4. Carry 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.

No. of Meetings held during the year:

During the year, the Committee had 4 meetings on 28th May 2019, 8th August 2019, 25th December 2019 and 4th January 2020.

Attendance of Directors at the Stakeholders' Relationship Committee Meeting

Name of the Director	Designation	No. of meeting Attended
Shri D. P. Taparia	Chairman	4
Shri H. N. Taparia	Member	4
Shri G.S. Manasawala	Member	2

7. Corporate Social Responsibility Committee (CSR)

Composition of the Committee

The members of the Corporate Social Responsibility Committee of the Company are Shri H. N. Taparia (Chairman), Shri D. P. Taparia and Shri. Rajeev J. Mundra.

Terms of reference:

The Committee formulates and recommend to the Board, a CSR Policy and recommend the amount of expenditure to be incurred on CSR activities. Committee framed a transparent monitoring mechanism for implementation of CSR projects or programs or activities undertaken by the Company and also CSR policy from time to time.

Composition:

The CSR Committee of the Company consists of Chairman, 1 Non-Executive Director and 1 Independent Director.

No. of Meetings held during the year

During the year the Committee held 2 Meetings on 28th May 2019 and 11th February 2020.

Attendance of Directors at the Corporate Social Responsibility Committee Meeting

Name of the Director	Designation	No. of meeting Attended
Shri H. N. Taparia	Chairman	2
Shri D. P. Taparia	Member	2
Shri Rajeev J. Mundra	Member	2

8. RISK MANAGEMENT COMMITTEE:

The company has been addressing various risks impacting the company and the policy of the company on risk management is provided elsewhere in this annual report in Board's Report.

9. GENERAL BODY MEETINGS

Location and time where the last three Annual General Meetings were held:

Year	Day and Date	Time	Location
2016-2017	Wednesday 27-09-2017	9.30 a.m.	Hotel Emerald Park, Sharanpur Link Road, Nashik- 422 002
2017-2018	Saturday 29-09-2018	9.30 a.m.	Hotel Emerald Park, Sharanpur Link Road, Nashik- 422 002
2018-2019	Friday 27-09-2019	11.30 a.m.	Hotel Emerald Park, Sharanpur Link Road, Nashik- 422 002

Details of Special Resolutions passed in the above referred Meetings are given below:

Date of the AGM	Number of Special Resolutions passed	Subject matter
September 27, 2017	2	• Re-appointment Shri Sivaramakrishnan (DIN 06436717) as a Whole-time Director, designated as Director - Operations of the Company, for a further period of 5 (five) years from the expiry of his present term of office, that is, with effect from 3rd November 2017. • Appointment of Mrs. Premlata Narendra Purohit (DIN: 07846020) as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years on the Board of the Company.
September 29, 2018	Nil	-
September 27, 2019	4	• Re-appointment of Shri G. S. Manasawala (DIN: 01267114) as an Independent Director of the company, not liable to retire by rotation for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 58th Annual General Meeting to be held in the calendar year 2024. • Re-appointment of Shri Rajeev J. Mundra (DIN: 01352145) as an Independent Director of the company, not liable to retire by rotation for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 58th Annual General Meeting to be held in the calendar year 2024. • Re-appointment of Shri Devendra Vyas (DIN: 08019038), as an Independent Director of the company, not liable to retire by rotation for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 58th Annual General Meeting to be held in the calendar year 2024. • Re-appointment of Shri Jugal Kishore Ramchandra Jaju (DIN: : 00527193), as an Independent Director of the company, not liable to retire by rotation for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 58th Annual General Meeting to be held in the calendar year 2024.

10. DISCLOSURES

Related Party Transactions

The details of the related party transactions during the year under review are shown in the Notes to Accounts which form part of this Report.

Disclosure of Accounting Treatment

The Company has followed the treatment laid down in the Accounting Standards prescribed by the Institute of Chartered Accountants of India, in the preparation of financial statements. There are no audit qualifications in the Company's financial statements for the year under review.

Vigil Mechanism / Whistle-blower Policy

In line with the best Corporate Governance practices, Taparia Tools Limited has put in place a system through which the Directors, employees and business associates may report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics without fear of reprisal. The Company has put in place a process by which employees and business associates have direct access to the Audit Committee Chairman, Managing Director, Chairman of the Board and Compliance Officer.

The Whistle-blower Policy is placed on the website of the Company. Moreover, it is also carried in this Annual Report.

Compliance by the Companies

The Company has complied with various rules and regulations prescribed by Stock Exchange, SEBI or any other statutory authority relating to the capital markets during the last three years. No penalties or strictures have been imposed by them on the Company.

Details of adoption of non-mandatory requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by the Company

A) The Company has constituted Nomination & Remuneration Committee, full details are furnished in this report. The Financial Results of the Company are published in the newspapers on quarterly basis. Hence, they are not sent to each shareholder.
B) The statutory financial statements of the Company are unqualified.
C) The Board of Directors of the Company consists of an optimal blend of Company Executives and Independent professionals having knowledge of Business and expertise in their area of specialization.

11. MEANS OF COMMUNICATION

The quarterly, half-yearly and yearly financial results of the Company are sent to the Stock Exchanges immediately after they are approved by the Board. These are also published in the newspapers and uploaded on web-site of the Company.

12. SEBI Complaints Redressal System (SCORES):

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online redressal of all the shareholders complaints. The company is in compliance with the SCORES and redressed the shareholders complaints well within the stipulated time.

13. GENERAL SHAREHOLDER INFORMATION

a)	**Annual General Meeting**		
	Day, Date and Time	:	Tuesday, 22nd December, 2020 at 11.30 a.m.
	Venue	:	Through Video Conferencing / Other Audio Visual Means as set out in the Notice convening the Annual General Meeting.
b)	**Financial Calendar**		
	Financial Year Dates (2020-2021)		1st April 2020 to 31st March 2021
	Tentative Schedule for declaration of Financial Results during the financial year 2020-2021	:	
	First quarter ending 30th June, 2020	:	Within 45 days from the end of quarter
	Second quarter and half year ending 30th September, 2020	:	Within 45 days from the end of quarter
	Third quarter and nine months ending 31st December, 2020	:	Within 45 days from the end of quarter
	Audited Financial Results	:	
	Year ending on 31 March, 2021	:	Within 60 days from the end of the year
	Annual General Meeting for the year 2021	:	September 2021

c) Date of Book Closure

From 16th December, 2020 (Wednesday) to 22nd December, 2020 (Tuesday), inclusive of both days.

d) Dividend Payment Date

No Dividend for Financial Year 2019-2020 is proposed.

e) Listing on Stock Exchange and Stock Code

Sr. No.	Stock Exchange	Stock Code	ISIN No. for CDSL & NSDL	Address
1	Bombay Stock Exchange Limited	505685	INE614R01014	Floor 25, P. J. Towers, Dalal Street, Mumbai – 400 001

The Company has paid Annual Listing Fees to BSE, Mumbai for the financial years 2018-2019, 2019-2020 and 2020-2021.

f) Market Price Data

High and Low quotations of shares during the financial year 2019-2020:
High : ₹ 78.25
Low : ₹ 58.50

g) Registrar and Share Transfer Agents / Dematerialisation of shares

Shareholders may contact the Company's Registrar and Share Transfer Agent (for both physical and demat segments) at the following address for any assistance regarding dematerialization of shares, share transfers, transmission, change of address, and any other query relating to the shares of the Company:

Universal Capital Securities Pvt. Ltd
C 101, 247 Park,
LBS Road, Vikhroli West,
Mumbai – 400 083.
Tel Nos. : (022) 28207203-05
Fax No. : (022) 28207207
Email id : info@unisec.in
Web Site: www.unisec.in

h) Share Transfer System

The shareholders of the company can avail the facility of demating their shares with both the depositories i.e. NSDL and CDSL.

Shareholders may send their shares for transfer in physical form to RTA or at Registered Office of the Company. RTA will register such transfers within 15 days of receipt of the documents, if documents are found in order.

i) Distribution of Shareholdings as on 31st March 2020

Sr. No.	No. of Equity Shares	Shareholders		Shareholding	
		No.	%	No.	%
1	Up to 500	219	81.41	18146	0.60
2	501 - 1000	7	2.60	4642	0.15
3	1001 - 2000	4	1.49	4400	0.15
4	2001 - 3000	2	0.70	4950	0.16
5	3001 - 4000	0	0.00	0	0.00
6	4001 - 5000	0	0.00	0	0.00
7	5001 - 10000	3	1.16	21042	0.69
8	10001 and above	34	12.64	2982570	98.25
		269	100.00	3035750	100.00

j) Shareholding Pattern as on 31st March 2020

Category of Shareholder	No. of Shareholders	No. of Shares	Percentage of Shareholding
Promoters	19	2091217	68.89
Bodies Corporate (Promoters)	1	25300	0.83
Bodies Corporate (Others)	7	351375	11.57
NRI / OCBs	3	16684	0.55
Others	239	551174	18.16
TOTAL	**269**	**3035750**	**100.00**

Physical / NSDL / CDSL / Summary Report as on 31st March, 2020

Particulars	Holders	Shares	Percentage
Physical	201	1124107	37.03
NSDL	62	1338460	44.09
CDSL	35	573183	18.88
TOTAL	298*	3035750	100.00

*After consolidation on PAN of 1st holder, it comes to 269 records.

k) Dematerialization and Liquidity:

Taparia Tools Limited has completed all the formalities with CDSL and NSDL with regards to Dematerialisation of shares. The Company is endeavoring to complete the dematerialisation of shares of Promoter and Promoter Group. Till date, after initiating the process of dematerialisation of shares, the promoter and promoter group have already demated 75.83% of their shareholding.

Members are also advised to update their correspondence address in their demat accounts in case of their holdings in electronic form or inform their latest correspondence address to the Registrars in case of holdings in physical form.

l) Plant Locations

- Nashik : 52 & 52B, MIDC Area, Trimbak Road, Satpur, Nashik – 422 007
- Goa : Plot No. L-29, Cuncolim Industrial Estate, Cuncolim – 403 703

m) Registered Office and Address for correspondence

52 & 52B, MIDC Area, Trimbak Road, Satpur, Nashik - 422 007.

14. UNCLAIMED DIVIDEND AMOUNTS:

There is no dividend declared by the company in last 12 years and no unclaimed dividend exists for any transfer to Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 125 of the Companies Act, 2013.

15. CODE OF CONDUCT

The members of the Board of Directors of TAPARIA TOOLS LTD acknowledge and accept the scope and extent of their duties as Directors.

The Code of Conduct as adopted by the Board of Directors is applicable to all Board Members, Senior Management and Head of Departments of the Company. They are entrusted with and are responsible for the oversight of the assets and business affairs of TAPARIA TOOLS LTD. in an honest, fair, diligent and ethical manner. They must act within the bounds of the authority conferred upon them and with the duty to make and enact informed decisions and policies in the best interests of the Company.

A declaration by the Chairman and Managing Director of the Company affirming the compliance of the Code by the Board Members and Senior Management is given at the end of the report.

For and on behalf of the Board

H. N. Taparia
Chairman and Managing Director
(DIN: 00126774)

Nashik,
24th July 2020

Code of Conduct

DECLARATION

As provided under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the year ended 31st March, 2020.

For and on behalf of the Board

H. N. Taparia
Chairman and Managing Director
(DIN: 00126774)

Nashik,
24th July 2020

Certificate Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We, Mr. H.N. Taparia, Managing Director and Mr. S.R. Bagad, Chief Financial Officer do hereby certify to the Board that:-

a) We have reviewed the Financial Statements and the Cash Flow Statement for the year ended March 31, 2020 and that to the best of our knowledge and belief:

   i) the said statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading; and

   ii) the said statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditor and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify to rectify these deficiencies.

d) We have indicated to the Auditor and the Audit Committee:

   i) significant changes in internal control over financial reporting during the year, if any;

   ii) significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements; and

   iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For Taparia Tools Limited,

H.N. Taparia
Chairman and Managing Director
(DIN : 00126774)

For Taparia Tools Limited,

S. R. Bagad
Chief Financial Officer

Nashik,
24th July 2020

Certificate on Compliance with the conditions of Corporate Governance

To,
The Members,
TAPARIA TOOLS LIMITED
CIN: L99999MH1965PLC013392
52 & 52B, MIDC Area,
Nashik-422 007

We have examined the compliance of the conditions of Corporate Governance by Taparia Tools Limited ('the Company'), for the year ended March 31, 2020 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Sub-regulation (2) of regulation 46 and paragraph C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015).

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

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

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

Sagar R. Khandelwal,
Company Secretary
(ACS 25781)
(C.P. No. 13778)
UDIN: A025781B000386174

Place : Pune
Date : 26/06/2020

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,
TAPARIA TOOLS LIMITED
CIN: L99999MH1965PLC013392
52 & 52B, MIDC Area,
Nashik-422 007

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of TAPARIA TOOLS LIMITED having CIN L99999MH1965PLC013392 and having registered office at 52 & 52BMIDC AREA SATPUR NASHIK MH 422007 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) 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 March 31, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Ministry of Corporate Affairs or any such other Statutory Authority. Further, following directors have been restrained from holding any new position as a director in any listed company till the compliance of requirements mentioned under the Securities and Exchange Board of India in its Order No. WTM/GM/CFD/17/2019-2020 dated June 26, 2019 viz. Harnarayan Hanumanbux Taparia (DIN: 00126774), Mr. Jayakrishna Taparia (DIN: 00126945), Deviprasad Kanhaiyalal Taparia (DIN: 00126892), Madhavprasad Ganeshmal Taparia (DIN: 00126971), Rajeev Jugalkishor Mundra (DIN: 00139886), Virendraa Bangur (DIN: 00237043), Govindlal Samdani Manasawala (DIN: 01267114), Sivaramakrishnan (DIN: 06436717).

Following is the list of Directors of Taparia Tools Limited as on March 31, 2020:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Harnarayan Hanumanbux Taparia	00126774	29/06/1977
2	Deviprasad Kanhaiyalal Taparia	00126892	05/12/1990
3	Jayakrishna Taparia	00126945	12/01/1996
4	Madhavprasad Ganeshmal Taparia	00126971	05/12/1990
5	Rajeev Jugalkishor Mundra	00139886	30/01/2010
6	Virendraa Bangur	00237043	28/07/2004
7	Jugalkishor Ramchandra Jaju	00527193	11/02/2019
8	Govindlal Samdani Manasawala	01267114	30/07/2007
9	Sivaramakrishnan	06436717	03/11/2012
10	Disha Nitin Wadhwani	06980759	10/11/2014
11	Premlata Narendra Purohit	07846020	27/06/2017
12	Devendra Vyas	08019038	11/12/2017

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

Signature

Sagar R. Khadelwal,
Company Secretary
(ACS 25781)
(C.P. No. 13778)
UDIN: A025781B000386174

Place: Pune,
Date: 26/06/2020

Independent Auditor's Report

To the Members of Taparia Tools Ltd.

Report on the Audit of the Financial Statements

Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit (including Other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Provisions for Contingencies and Litigations and disclosure of Contingent liabilities

Description of Key Audit Matter:

At March 31, 2020, the Company held provisions of ₹61.42 lakh in respect of legal claims and has disclosed total contingent liabilities of ₹120.83 lakh. These provisions are based on judgements and accounting estimates made by management in determining the likelihood and magnitude of claims. Accordingly, unexpected adverse outcomes could significantly impact the Company's reported loss and balance sheet position.

Refer Note.17 and Note.28 of financial statements for accounting policies for provisions and contingent liabilities and related disclosures.

Our response:

- We evaluated the design and tested the operating effectiveness of controls in respect of the determination of the provisions. We determined that the operation of the controls provided us with evidence over the completeness, accuracy and valuation of the provisions.

- We read the summary of litigation matters provided by management and held discussions with the management and their legal counsels. We requested legal letters from some of the Company's external legal advisors with respect to the matters included in the aforesaid disclosures. Where appropriate, we examined correspondence connected with the cases.

- For litigation provisions, we tested the calculation of the provisions, assessed the assumptions against third party data, where available and assessed the estimates against historical trends.

- We considered management's judgements on the level of provisioning and disclosures in respect of the aforesaid matters, which we considered to be appropriate.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

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

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

Responsibility of Management for Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

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

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

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

d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any Director is not in excess of the limit laid down under section 197of the Act.

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

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 28 to the financial statements;

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

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

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

For Harshil Shah & Co.
Chartered Accountants
Firm Reg. No.: 141179W

Place: Mumbai
Date: July 24, 2020
UDIN : 20124146AAAACM8623

HARSHIL SHAH
Partner
Membership No: 124146

Annexure – A to the Independent Auditor's Report

The Annexure referred to in Independent Auditor's Report to the members of the Company on the Financial Statements for the year ended March 31, 2020, we report that:

(i) (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) According to the information and explanations given to us, the Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of three years. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain fixed assets were physically verified during the year and no material discrepancies were observed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) According to the information and explanations given to us, the management was unable to conduct physical inventory counting as at year-end as inventories were held in locations which are closed due to Government imposed lockdown for COVID-19 (also refer note 36 to the financial statements). However, the management has conducted physical verification of inventory post year-end with roll-back procedures to the reporting date. In our opinion, the frequency of verification and the duration of roll-back procedures is reasonable. Discrepancies noticed on physical verification of inventories were not material, and have been properly dealt with in the books of account.

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not given any loans, or made any investments, or provided any guarantee, or security as specified under Section 185 and 186 of the Companies Act, 2013. Accordingly, paragraph 3(iv) of the Order is not applicable.

(v) According to information and explanations given to us, the Company has not accepted any deposits from the public in accordance with the provisions of section 73 to 76 or any relevant provisions of the Act and rules framed thereunder.

(vi) According to the information and explanations given to us, we have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148 of the Act, related to the manufacture of hand tools, and are of the opinion that prima-facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income-tax, employees' state insurance, sales tax, value added tax, duty of customs, service tax, Goods and service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, Goods and service tax, cess and other material statutory dues were in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, outstanding dues of octroi that have not been deposited by the Company on account of disputes are given below:

Name of the Statute	Nature of Dues	Amount (₹ lakh)	Period to which the amount relates	Forum where dispute is pending
Municipal Tax Act, 1963	Octroi Duty	15.22	1984-1986 & 1988	High Court

(viii) According to the information and explanations given to us, based on our audit procedures and as per information and explanation given to us, the Company has not defaulted in repayment of dues to any bank. The Company did not have any outstanding dues in respect of loans or borrowings from any financial institution, government or debenture holders during the year.

(ix) According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) The company has paid/provided for managerial remuneration in accordance with requisite approvals mandated by the provisions of section 197 read with schedule V of the Act.

(xii) According to the information and explanations given to us, in our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For Harshil Shah & Co.
Chartered Accountants
Firm Reg. No.: 141179W

HARSHIL SHAH
Partner
Membership No: 124146

Place: Mumbai
Date: July 24, 2020
UDIN : 20124146AAAACM8623

Annexure – B to the Independent Auditor's Report

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

We have audited the Internal Financial Controls over financial reporting of Taparia Tools Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the Ind AS Financial Statements of the Company for the year ended on that date.

Opinion:

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

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining Internal Financial Controls based on the Internal Control over Financial Reporting criteria established by the Company considering the essential components of Internal Control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 Companies Act,2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's Internal Financial Controls over Financial Reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and 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 Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain Reasonable Assurance about whether adequate Internal Financial Controls over Financial Reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the Internal Financial Controls system over Financial Reporting and their operating effectiveness. Our audit of Internal Financial Controls over Financial Reporting included obtaining an understanding of Internal Financial Controls over Financial Reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of Internal Control based on the assessed risk. The procedures selected depend on the Auditor's Judgment, including the assessment of the risks of material misstatement of the Ind AS Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's Internal Financial Controls system over Financial Reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's Internal Financial Control over Financial Reporting is a process designed to provide reasonable assurance regarding the reliability of Financial Reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted Accounting Principles. A company's Internal Financial Control over Financial Reporting includes those policies and procedures that;

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the

transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

For Harshil Shah & Co.
Chartered Accountants
Firm Reg. No.: 141179W

HARSHIL SHAH
Partner
Membership No: 124146

Place: Mumbai
Date: July 24, 2020
UDIN : 20124146AAAACM8623

BALANCE SHEET as at 31St March, 2020

(₹ in lakh)

		Note No.	As at March 31, 2020	As at March 31, 2019
	ASSETS			
	Non-Current Assets			
(a)	Property, Plant and Equipment	3	1012.49	938.15
(b)	Capital work-in-progress		499.03	478.64
(c)	Right of Use Assets	3A	118.93	-
(d)	Other Intangible assets	4	9.91	12.27
(e)	Financial assets			
	(i) Other financial assets	5	82.76	121.12
(f)	Income Tax Assets (Net)	6	23.79	40.68
(g)	Other non-current assets	11	439.12	726.48
	Total Non-Current Assets		**2186.03**	**2,317.34**
	Current Assets			
(a)	Inventories	7	11511.07	11,640.42
(b)	Financial assets			
	(i) Investments	8	2329.26	-
	(ii) Trade receivables	9	2907.12	4,153.52
	(iii) Cash and cash equivalents	10	451.05	273.40
	(iv) Other financial assets	5	310.94	6.56
(c)	Other current assets	11	595.26	1,069.59
	Total Current Assets		**18104.70**	**17,143.49**
	Total Assets		**20290.73**	**19,460.83**
	EQUITY AND LIABILITIES			
	Equity			
(a)	Equity share capital	12	303.58	303.58
(b)	Other Equity	13	15692.72	12,647.82
	Total Equity		**15996.30**	**12,951.40**
	Liabilities			
	Non-Current Liabilities			
(a)	Financial Liabilities			
	(i) Lease Liabilities		49.48	-
(b)	Provisions	14	291.13	320.24
(c)	Deferred tax liabilities (Net)	26	26.86	30.12
(d)	Other non-current liabilities			-
	Total Non-Current Liabilities		**367.47**	**350.36**

BALANCE SHEET as at 31st March, 2020 (contd.)

(₹ in lakh)

		Note No.	As at March 31, 2020	As at March 31, 2019
	Current Liabilities			
(a)	Financial liabilities			
	(i) Trade and other payables	15		
	a) Total outstanding dues of micro and small enterprises		-	-
	b) Total outstanding dues other than (i)(a) above		2595.18	4,695.32
	(ii) Lease Liabilities		76.48	-
	(iii) Other financial liabilities	16	251.22	520.74
(b)	Provisions	14	92.89	79.32
(c)	Current tax liabilities (Net)	6	71.52	82.93
(d)	Other current liabilities	17	839.67	780.76
	Total Current Liabilities		**3926.96**	**6,159.07**
	Total Liabilities		**4294.43**	**6,509.43**
	Total Equity and Liabilities		**20290.73**	**19,460.83**
	Summary of significant accounting policies	2		
	The accompanying notes are an integral part of these Financial Statements			

As per our report of even date attached

For and on behalf of Board of Directors of TAPARIA TOOLS LIMITED

For Harshil Shah & Co.
Chartered Accountants
(Firm Reg.No.141179W)

V.S. DATEY
Company Secretary

H. N. TAPARIA
Chairman & Managing Director
(DIN : 00126774)

Harshil Shah
Partner
Membership No. 124146

S. R. BAGAD
Chief Financial Officer

D.P. TAPARIA
Director
(DIN : 00126892)

Place :Nashik
Date :24 July, 2020

STATEMENT OF PROFIT & LOSS for the year ended 31st March, 2020

(₹ in lakh)

		Note No.	For the year ended March 31, 2020	For the year ended March 31, 2019
I	**Income**			
	Revenue from Operations	18	47150.88	47,115.45
	Other income and other gains / (losses)	19	387.11	167.70
	Total Income		**47537.99**	**47,283.15**
II	**Expenses**			
	Cost of materials consumed	20	2415.82	2,081.44
	Purchases of stock-in-trade	20a	26400.58	31,499.33
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	20b	157.57	(3,912.67)
	Employee benefits expense	21	3016.47	2,927.02
	Finance costs	22	23.72	4.95
	Depreciation and amortisation expense	23	167.48	64.75
	Other expenses	24	11242.47	10,980.89
III	**Profit before exceptional items and tax**		**43424.11**	**43645.71**
	Add/ (Less) : Exceptional items			
IV	**Profit / (Loss) before tax**		**4,113.88**	**3,637.44**
	Less: Tax expense			
(1)	Current tax	25	1058.30	1,262.95
(2)	Deferred tax	25	(3.25)	23.54
	Income Tax expenses		1,055.05	1,286.49
V	**Profit / (Loss) for the period**		**3058.83**	**2,350.95**
VI	**Other Comprehensive Income**			
A	Items that will not be reclassified to profit or loss			
(a)	Gain on Remeasurements of the defined benefit plans		(18.62)	(17.16)
	Income tax effect		4.69	6.00
	Other Comprehensive Income for the year, net of tax		**(13.93)**	**(11.16)**
	Total comprehensive income for the year, net of tax (V+VI)		**3044.90**	**2,339.79**
	Profit for the year attributable to:			
	Earnings per equity share:	27		
	(1) Basic (in ₹.)		100.76	77.44
	(2) Diluted (in ₹.)		100.76	77.44
The accompanying notes are an integral part of these financial statements				

As per our report of even date attached

For and on behalf of Board of Directors of TAPARIA TOOLS LIMITED

For Harshil Shah & Co.
Chartered Accountants
(Firm Reg.No.141179W)

V.S. DATEY
Company Secretary

H. N. TAPARIA
Chairman & Managing Director
(DIN : 00126774)

Harshil Shah
Partner
Membership No. 124146

S. R. BAGAD
Chief Financial Officer

D.P. TAPARIA
Director
(DIN : 00126892)

Place :Nashik
Date :24 July, 2020

STATEMENT OF CHANGES IN EQUITY for the year ended March 31, 2020

a. Equity share capital	No. of shares	(₹ In Lakh)
Balance at April 1, 2018	3,035,750	**303.58**
Changes in equity share capital during the year	-	-
Balance at March 31, 2019	3,035,750	**303.58**
Changes in equity share capital during the year	-	-
Balance at March 31, 2020	3,035,750	**303.58**

b. Other Equity (₹ In Lakh)

	Attributable to owners of the Company				
	Reserves and surplus				
	Capital reserve	**General reserve**	**Securities Premium Reserve**	**Retained earnings**	**Total**
Balance as at 1st April 2018	45.00	1,437.75	50.00	8,775.28	10,308.03
Profit for the year				2,350.95	2,350.95
Other comprehensive income for the year, net of income tax				(11.16)	(11.16)
Total comprehensive income for the year	**-**	**-**	**-**	**2,339.79**	**2,339.79**
Balance as at March 31, 2019	**45.00**	**1,437.75**	**50.00**	**11,115.07**	**12,647.82**
Profit for the year				3,058.83	3,058.83
Other comprehensive income for the year, net of income tax				(13.93)	(13.93)
Total comprehensive income for the year	**-**	**-**	**-**	**3,044.90**	**3,044.90**
Balance as at March 31, 2020	**45.00**	**1,437.75**	**50.00**	**14,159.97**	**15692.72**

The accompanying notes are an integral part of these Financial Statements

As per our report of even date attached

For and on behalf of Board of Directors of TAPARIA TOOLS LIMITED

For Harshil Shah & Co.
Chartered Accountants
(Firm Reg.No.141179W)

V.S. DATEY
Company Secretary

H. N. TAPARIA
Chairman & Managing Director
(DIN : 00126774)

Harshil Shah
Partner
Membership No. 124146

S. R. BAGAD
Chief Financial Officer

D.P. TAPARIA
Director
(DIN : 00126892)

Place :Nashik
Date :24 July, 2020

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

1. Reporting entity

Taparia Tools Ltd (the 'Company') is a Company domiciled in India, with its registered office situated at 52 & 52-B, MIDC Satpur, Nashik - 422007. The equity shares of the company are listed on the Bombay stock exchange (BSE) in India. The Company is primarily involved in manufacturing and trading of hand tools.

The manufacturing facility of the Company is located at Nashik and Goa.

1.1 Basis of preparation

a. Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

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

The financial statements were authorised for issue by the Company's Board of Directors on 24th July, 2020.

Details of the Company's accounting policies are included in Note 2.

b. Functional and presentation currency

These financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded off to two decimal places to the nearest lakh, unless otherwise indicated.

c. Basis of measurement

The financial statements have been prepared on the historical cost basis, except for certain financial assets and liabilities and defined benefit plan assets/liabilities measured at fair value.

d. Use of estimates and judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

- Note 30 – lease; whether an arrangement contains a lease and:
- Note 30 – lease classification

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31 March 2020 is included in the following notes:

- Note 3 – useful life of Property, plant and equipment
- Note 4 – useful life of Intangible assets
- Note 31 – employee benefit plans
- Note 25 – Income taxes

- Note 28 – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;

e. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values.

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

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

2. Significant accounting policies

a. Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

ii. Subsequent expenditure

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

iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is recognised in the statement of profit and loss.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Asset	Management estimate useful life	Useful life as per Schedule II of the Companies Act, 2013
Building	30 Years	30 Years
Plant and machinery (including moulds)	15 years	15 years
Office equipment's	5 years	5 years
Furniture and fixtures	10 years	10 years
Computers	3 years	3 years
Computer server	3 years	6 years
Vehicles- Motor car	8 years	8 years
Electric fittings	10 years	10 years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on internal assessment and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed off).

b. Intangible assets

i. Acquired intangible

Intangible assets comprise purchased technical know-how are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

iii. Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method and is included in depreciation and amortisation in Statement of Profit and Loss.

Intangible assets are amortised over a period of 10 years for technical know-how and 3 years for others.

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

c. Inventories

Inventories are valued at the lower of cost and net realisable value. Cost includes purchase price, duties, transport & handling costs and other costs directly attributable to the acquisition and bringing the inventories to their present location and condition.

The basis of determination of cost remains as follows:

a) Raw material, packing material: Moving weighted average cost.

b) Stores & stores: Moving weighted average cost.

c) Work-in-progress: Cost of input plus overhead up to the stage of completion.

d) Finished Goods: Cost of input plus appropriate overhead.

e) Scrap: at net realisable value.

d. Impairment

Impairment of non-financial assets

a) An asset is deemed impairable when recoverable value is less than its carrying cost and the difference between the two represents provisioning exigency.

b) Recoverable value is the higher of the 'Value in Use' and fair value as reduced by cost of disposal.

c) Test of impairment of PPE, investment in subsidiaries / associates / joint venture and goodwill are undertaken under Cash Generating Unit (CGU) concept. For Intangible Assets and Investment Properties it is undertaken in asset specific context.

d) Test of impairment of assets are generally undertaken based on indication of impairment, if any, from external and internal sources of information outlined in para 12 of Ind AS-36.

Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

e. Employee benefits

i. Short-term employee benefits

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

ii. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund and Employee State Insurance scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

iii. Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets

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

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses are recognised in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

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

iv. Other long-term employee benefits

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

f. Provisions and contingent liabilities

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assumptions of the time value of money and the risks specific to the liability. The unwinding of discount is recognized as finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation.

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

A provision for onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote.

g. As a lessee

The Company has adopted modified simplified approach under Ind AS 116 - Leases, with effect from April 01, 2019. Accordingly, the Company has recognised 'Right of use (ROU)' assets of ₹ 183.61 lakh, accumulated amortisation is Nil and present value of lease liabilities of ₹ 183.61 lakh as on April 01, 2019.

In the statement of profit and loss for the year, instead of rent expenses (as accounted under previous periods), amortisation of right of use has been accounted under depreciation and amortisation expenses and unwinding of discount on lease liabilities has been accounted under finance cost. The impact on the profits / (loss) for the year due the above change in accounting policy is additional expense of ₹ 7.03 lakh.

The Company's leases primarily consist of leases of land and office premises. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

At the date of commencement of the lease, the Company recognizes a ROU and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and/or low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease. Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. Currently, ROU assets are being amortised over a period of 3-5 years based on lease term being lower of lease term and estimated useful life of underlying assets.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing activities in statement of cash flows.

As a lessor

Lease income from operating leases where the Company is a lessor is recognized in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases.

h. Borrowing costs

Borrowing costs directly attributable to the acquisition or construction of those property, plant and equipment which necessarily takes a substantial period of time to get ready for their intended use are capitalised. All other borrowing costs are expensed in the period in which they incur in the statement of profit and loss.

i. Revenue

Revenue from sale of goods is recognised when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations. The Performance Obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms. Revenue is measured on the basis of contracted / transaction price, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the Government such as goods and services tax, etc. Accumulated experience is used to estimate the provision for such discounts and rebates. Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur. Our customers have the contractual right to return goods only when authorised by the Company. An estimate is made of goods that will be returned and a liability is recognised for this amount using a best estimate based on accumulated experience.

Income from services rendered is recognised based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

Interest income is recognised using the effective interest rate (EIR) method.

j. Foreign currency transactions

Transactions in foreign currencies are initially recorded by the company at their functional currency spot rates at the date of the transaction.

Monetary assets and liabilities denominated in foreign currency are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rates are recognised as income or expenses in the period in which they arise. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rates at the date of transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

k. Recognition of interest income or expense

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

l. Government grant

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to revenue, it is recognised in the statement of profit and loss on a systematic basis over the periods to which they relate. When the grant relates to an asset, it is treated as deferred income and recognised in the statement of profit and loss on a systematic basis over the useful life of the asset.

m. Income tax

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

i. Current tax

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

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

ii. Deferred tax

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

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used.

Deferred tax assets recognised or unrecognised are reviewed at each reporting date and are recognised / reduced to the extent that it is probable / no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

The Company offsets, the current tax assets and liabilities (on a year on year basis) and deferred tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.

n. Earnings per share

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding after adjusting for the effects of all potential dilutive ordinary shares.

o. Cash flow statement

Cash Flows are reported using indirect method, where by profit /loss before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. Cash flow for the year are classified by operating, investing and financing activities.

p. Financial instruments

i. Recognition and initial measurement

The Company initially recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are measured at fair value on

initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

ii. Classification and subsequent measurement

Financial assets

Financial assets carried at amortised cost

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

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

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

Financial liabilities

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

iii. Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial assets are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Impairment of financial assets

The company assesses impairment based on expected credit losses (ECL) model at an amount equal to:

- 12 months expected credit losses, or
- Lifetime expected credit losses

depending upon whether there has been a significant increase in credit risk since initial recognition.

However, for trade receivables, the company does not track the changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows

under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and a new financial liability with modified terms is recognised in the statement of profit and loss.

iv. Offsetting

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

3. Property, Plant and Equipment

Tangible Assets for the Financial Year ended on March 31, 2020 *(₹ In lakh)*

Gross Block	Freehold Land	Lease hold Land	Buildings	Plant and Machinery	Electrical Installation & Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Computers	Total
As at 1 April 2019	20.64	64.53	622.82	2,471.89	105.94	36.69	68.39	53.97	103.74	3,548.61
Additions	-	-	0.19	122.44	2.81	2.89	4.42	-	44.05	176.79
Deletions	-	-	-	(23.87)	(0.15)	(0.50)	(3.12)	-	(4.22)	(31.87)
As at 31 March 2020	**20.64**	**64.53**	**623.01**	**2,570.46**	**108.60**	**39.08**	**69.69**	**53.97**	**143.57**	**3,693.53**
Depreciation										
As at 1 April 2019	-	18.32	429.35	1,846.88	96.69	29.93	55.73	40.15	93.41	2,610.46
Charge for the year	**-**	**-**	**7.26**	**52.80**	**1.15**	**1.87**	**1.57**	**2.38**	**14.36**	**81.39**
Disposals	**-**	**-**	**-**	**(7.93)**	**(0.14)**	**(0.39)**	**(1.06)**	**-**	**(1.29)**	**(10.81)**
As at 31 March 2020	**-**	**18.32**	**436.61**	**1,891.75**	**97.70**	**31.41**	**56.24**	**42.53**	**106.48**	**2,681.04**
Carrying Amount										
As at 31 March 2019	**20.64**	**46.21**	**193.47**	**625.01**	**9.25**	**6.76**	**12.66**	**13.82**	**10.33**	**938.15**
As at 31 March 2020	**20.64**	**46.21**	**186.40**	**678.71**	**10.89**	**7.65**	**13.45**	**11.44**	**37.09**	**1,012.49**

Tangible Assets For the Financial year ended on March 31, 2019 *(₹ In lakh)*

Gross Block	Freehold Land	Lease hold Land	Buildings	Plant and Machinery	Electrical Installation & Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Computers	Total
As at 1 April 2018	20.64	64.53	620.49	2,119.40	104.18	36.06	64.47	53.97	98.98	3,182.72
Additions	-	-	2.33	362.32	1.76	0.63	3.92	-	4.76	375.72
Deletions	-	-	-	(9.83)	-	-	-	-	-	(9.83)
As at 31 March 2019	20.64	64.53	622.82	2,471.89	105.94	36.69	68.39	53.97	103.74	3,548.61
Depreciation										
As at 1 April 2018	-	18.32	421.49	1,821.35	95.17	28.11	52.24	35.64	85.54	2,557.86
Charge for the year	-	-	7.86	35.17	1.52	1.82	3.49	4.51	7.87	62.24
Disposals	-	-	-	(9.64)	-	-	-	-	-	(9.64)
As at 31 March 2019	**-**	**18.32**	**429.35**	**1,846.88**	**96.69**	**29.93**	**55.73**	**40.15**	**93.41**	**2,610.46**
Carrying Amount										
As at 31 March 2018	**20.64**	**46.21**	**199.00**	**298.05**	**9.01**	**7.95**	**12.23**	**18.33**	**13.44**	**624.86**
As at 31 March 2019	**20.64**	**46.21**	**193.47**	**625.01**	**9.25**	**6.76**	**12.66**	**13.82**	**10.33**	**938.15**

		(₹ In lakh)
3A	**Right of Use Assets**	
	Gross Block As at 1 April 2019	**183.61**
	Additions	28.04
	Deletions	9.85
	As at 31 March 2020	201.80
	Amortisation	
	As at 1 April 2019	-
	Charge for the year	82.87
	As at 31 March 2020	82.87
	Net Block	
	As at 1 April 2019	183.61
	As at 31 March 2020 (Refer Note 2(b))	**118.93**

		(₹ In lakh)
4	**Intangible Assets**	
	Gross Block	**Software**
	As at 1 April 2018	55.22
	Additions	6.41
	As at 31 March 2019	**61.63**
	Additions	0.85
	As at 31 March 2020	**62.48**
	Amortisation	
	As at 1 April 2018	46.84
	Charge for the year	2.52
	As at 31 March 2019	**49.36**
	Charge for the year	3.21
	As at 31 March 2020	**52.57**
	Net Block	
	As at 31 March 2019	12.27
	As at 31 March 2020	**9.91**

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

5. Other Financial assets *(₹ In lakh)*

	Non Current		Current	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
Security Deposits	82.76	121.12	-	-
Interest Receivable	-	-	0.43	3.76
Insurance Claim Receivable	-	-	307.25	-
Other Receivables	-	-	3.26	2.80
Total	**82.76**	**121.12**	**310.94**	**6.56**

6. Tax assets and liabilities *(₹ In lakh)*

	Non Current		Current	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
Income tax assets (Net)				
Advance income-tax (Net of provision for taxation)	23.79	40.68	-	-
Total	**23.79**	**40.68**	**-**	**-**
Income tax Liabilities (Net)				
Provision for Taxation (Net of Advance Tax)	-	-	71.52	82.93
Total	**-**	**-**	**71.52**	**82.93**

7. Inventories *(₹ In lakh)*

	As at March 31, 2020	As at March 31, 2019
Raw Materials	910.44	824.12
Work-in-Progress	930.50	1,228.50
Finished Goods	234.21	497.06
Stock-in-Trade (Goods aquired for Trading)	8,741.50	8,500.08
Inventory of in Transit Goods	153.58	-
Stores and Spares	312.49	305.18
Others :		
Components	189.35	254.76
Scrap	39.00	30.72
Total	**11,511.07**	**11,640.42**

Note:
There was a fire incident at the Plant of the Company situated in Nashik on March 22, 2020 where by inventory comprising of Raw materials, work in progress, Finished goods and packing materials amounting to Rs 301.80 lakh were destroyed. The Company has lodged the fire insurance claim with the Insurance Company. The Inventory destroyed in the fire has been charged to revenue. The management has recorded the estimated claim amount receivable from the Insurance Company under Other Income.

8. Current Investments *(₹ In lakh)*

	As at March 31, 2020	As at March 31, 2019
Investment in Mutual Funds (FVTPL)		
Unquoted		
HDFC Overnight Fund	2,000.00	-
HDFC Liquid	329.26	-
	2,329.26	**-**
Aggregate amount of unquoted investments	2,329.26	-
Aggregate amount of impairment in value of investments	-	-

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

9. Trade receivables *(₹ In lakh)*

	As at March 31, 2020	As at March 31, 2019
Unsecured, considered good	2,907.12	4,153.52
Total	**2,907.12**	**4,153.52**

10. Cash and cash equivalents *(₹ In lakh)*

	As at March 31, 2020	As at March 31, 2019
Balances with Banks in current accounts	445.54	267.38
Cash on hand	5.51	6.02
Total	**451.05**	**273.40**

11. Other Current Assets *(₹ In lakh)*

	Non Current		Current	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
Advance to Employees	-	-	5.64	5.40
Advance to Suppliers	-	-	1.19	257.48
Capital Advances	209.43	198.40	-	-
Prepaid expenses	-	-	30.75	31.85
M.V.A.T. Receivable	209.94	508.33	-	-
Special Additional Duty Receivable	19.75	19.75	-	-
Balance with Government authorities	-	-	557.68	774.86
Total	**439.12**	**726.48**	**595.26**	**1,069.59**

12. Equity Share Capital *(₹ In lakh)*

	As at March 31, 2020	As at March 31, 2019
Equity share capital	303.58	303.58
Total	**303.58**	**303.58**
Authorised Share capital :		
50,00,000 Equity Shares of ₹10/- Each	500.00	500.00
Issued and subscribed capital comprises of:		
30,35,750 (2019 : 30,35,750) Ordinary (Equity) Shares of ₹ 10/- Each fully paid-up	303.58	303.58
	303.58	**303.58**

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

12.1 Fully paid equity shares *(₹ In lakh)*

Particulars	Number of shares	Share Capital
Balance at April 1, 2019	3,035,750	303.58
Add: Issued during the year	-	-
Less: Bought back during the year	-	-
Balance at March 31, 2020	3,035,750	303.58

Rights, preferences and restrictions attached to the equity shares:

The company has only one class of shares referred to as equity shares having a par value of ₹ 10/- per share. Each holding of equity shares is entitled to one vote per share.

The company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuring Annual General Meeting.

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

The Company has received an Interim Order from SEBI on 20/05/2015 for the alleged Non-Compliance of the Minimum Public Shareholding. The Company is of view that there has been no violation with reference to Promoter Shareholding. The said stand of the Company has been intimated to SEBI vide Company's letter dated 14/10/2015.

Personal hearing in relation to an Interim Order from SEBI dated 20/05/2015 for the alleged Non-Compliance of the Minimum Public Shareholding was held on 03/10/2018 & details required by SEBI were submitted by the company.

Details of shareholders holding more than 5% of total number of equity shares, including amount (Refer Note 11.2 below)

(₹ In lakh)

12.2 Details of shares held by each shareholder holding more than 5% shares

Particulars	As at March 31, 2020		As at March 31, 2019	
	Number of shares held	% holding in the class of shares	Number of shares held	% holding in the class of shares
Fully paid equity shares				
Names of shareholders:				
1. Shri Harnarayan Taparia	364,650	12.01%	364,650	12.01%
2. Veer Enterprises Ltd	274,288	9.04%	274,288	9.04%
3. Mrs. Rajdulari Devi Taparia	181,057	5.96%	181,057	5.96%
Total	**819,995**	**27.01%**	**819,995**	**27.01%**

13. Other equity *(₹ In lakh)*

	As at March 31, 2020	As at March 31, 2019
General Reserve		
Balance at beginning of the year	1,437.75	1,437.75
Add/ (less): Transferred from statement of Profit & Loss	-	-
Balance at end of the year	**1,437.75**	**1,437.75**
Retained Earnings		
Balance at beginning of year	11,115.07	8,775.28
Add/ (less): Profit/ (loss) for the year	3,058.83	2,350.95
Other comprehensive income arising from re-measurement of defined benefit obligation, net of tax	(13.93)	(11.16)
Add/ (less): Transfer to General Reserve	-	-
Add/ (less): Transfer from Deffered tax	-	-
Balance at end of the year	**14,159.97**	**11,115.07**
Capital Reserve		
Balance at beginning of the year	45.00	45.00
Balance at end of the year	**45.00**	**45.00**
Securities Premium Reserve		
Balance at beginning of the year	50.00	50.00
Balance at end of the year	**50.00**	**50.00**
Total	**15,692.72**	**12,647.82**

14. Provisions *(₹ In lakh)*

Particulars	Non Current		Current	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
Leave Encashment	211.55	235.55	30.36	17.82
Group Gratuity	79.58	84.69	62.53	61.50
Total	**291.13**	**320.24**	**92.89**	**79.32**

15. Trade Payables *(₹ In lakh)*

	As at March 31, 2020	As at March 31, 2019
Total outstanding dues of micro small enterprise (Refer note below)	-	-
Total outstanding dues of other than micro small enterprise	2,595.18	4,695.32
Total	**2,595.18**	**4,695.32**

Note:
There are no material dues owed by the Company to Micro and Small enterprises, which are outstanding for more than 45 days during the year and as at 31 March 2020. This information as required under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company and has been relied upon by the auditors.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

16. Other Financial Liabilities *(₹ In lakh)*

	As at March 31, 2020	As at March 31, 2019
Outstanding Liabilities for Employees	251.22	520.74
Total	**251.22**	**520.74**

17. Other Current Liabilities *(₹ In lakh)*

	As at March 31, 2020	As at March 31, 2019
Advance from customers	124.55	41.45
Statutory liabilities (TDS, GST, PT etc.)	566.91	586.20
Provision for contingencies	61.42	61.42
Outstanding Liabilities	86.79	91.69
Total	**839.67**	**780.76**

18. Revenue from operations *(₹ In lakh)*

	For the year ended March 31, 2020	For the year ended March 31, 2019
Revenue from Contract with Customers		
Sale of product	46,994.31	46,942.74
Other operating revenues		
Scrap Sales	146.12	172.71
Other (DEPB Licence Incentive)	10.45	-
Total	**47,150.88**	**47,115.45**

Reconciliation of the amount of revenue recognised in the statement of profit and loss with the contracted price: *(₹ In lakh)*

	For the year ended March 31, 2020	For the year ended March 31, 2019
Revenue as per contracted price	48,601.88	48,546.25
Adjustments : Rebates & Discounts	1,607.57	1,603.51
Net Revenue from Contract with Customers	**46,994.31**	**46,942.74**

19. Other Income and other gains/ (losses) *(₹ In lakh)*

Other Income	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest Income	16.54	30.60
Dividend received	3.47	55.70
Short Term Capital Gains on sale of Investments	29.26	-
Insurance (Fire) Claim	307.25	-
Gain on change in fair value of investments	1.56	-
Others	26.95	73.85
Total A	**385.03**	**160.15**
Other gains/(losses)		
Net foreign exchange gains/(losses)	2.08	7.55
Total B	**2.08**	**7.55**
Total (A+B)	**387.11**	**167.70**

20. Cost of materials consumed *(₹ In lakh)*

Raw Material	For the year ended March 31, 2020	For the year ended March 31, 2019
Opening Stock	824.12	719.52
Add: Purchases	2,502.14	2,186.05
	3,326.26	2,905.57
Less: Closing stock	910.44	824.13
Total	**2,415.82**	**2,081.44**

20a. Purchase of stock-in-trade *(₹ In lakh)*

	For the year ended March 31, 2020	For the year ended March 31, 2019
Purchase of traded products	26,400.58	31,499.33
Total	**26,400.58**	**31,499.33**

20b. Changes in inventories of finished goods, work-in-progress and stock-in-trade *(₹ In lakh)*

	For the year ended March 31, 2020	For the year ended March 31, 2019
OPENING STOCK:		
Finished Goods	497.06	182.92
Work-in-Process	1,228.50	1,029.50
Scrap	30.72	22.19
Trading Items Purchase	8,500.08	5,109.08
	10,256.36	**6,343.69**
LESS : CLOSING STOCK:		
Finished Goods	387.79	497.06
Work-in-Process	930.50	1,228.50
Scrap	39.00	30.72
Trading Items Purchase	8,741.50	8,500.08
	10,098.79	10,256.36
Total	**157.57**	**(3,912.67)**

21. Employee benefits expense *(₹ In lakh)*

	For the year ended March 31, 2020	For the year ended March 31, 2019
Salaries and Wages	2,746.59	2,667.14
Contribution to provident and other funds	199.17	197.56
Staff Welfare Expenses	70.71	62.32
Total	**3,016.47**	**2,927.02**

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

22. Finance costs *(₹ In lakh)*

	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest on bank overdrafts	4.24	0.90
Other borrowing costs	2.39	4.05
Unwinding of Lease Liabilities	17.09	-
Total	**23.72**	**4.95**

23. Depreciation and amortisation expense *(₹ In lakh)*

	For the year ended March 31, 2020	For the year ended March 31, 2019
Depreciation of property, plant and equipment	81.40	62.24
Amortisation of Intangible Assets	3.21	2.51
Amortisation of Right to use assets	82.87	-
Total	**167.48**	**64.75**

24. Other expenses *(₹ In lakh)*

	For the year ended March 31, 2020	For the year ended March 31, 2019
Manufacturing Expenses:		
Excise Duty		-
Consumption of stores and Spare Parts	2,986.82	2,187.28
Power and Fuel	748.54	756.85
Water Charges	9.73	9.30
Repairs to Buildings	108.22	52.85
Repairs to Machinery	157.77	94.41
Job Work Labour Charges	1,026.75	999.76
Freight & Carriage	92.27	86.13
Other Manufacturing Expenses	251.67	1,097.91
Other Administrative Expenses:		
Rent	-	80.41
Rates & Taxes	34.25	9.15
Travelling & Conveyance	25.39	28.32
Insurance	32.84	26.83
Professional & Legal Expenses	154.26	94.38
Directors' Sitting Fees	5.05	4.05
Repairs to Others	14.10	8.15
Payment to Auditors (Refer details Below)	5.65	6.83
Printing & Stationery	26.42	35.39
Bad Debts Written Off	0.07	1.18
CSR Expenditure	99.56	30.78
Loss on Sale of Assets	21.06	-
Miscellaneous Expenses	86.27	87.54
Selling & Distribution Expenses :		
Forwarding Expenses	699.50	678.52
Advertising/Sales Promotion Expenses and Incentive	1,317.18	1,313.72
Selling Commission	3,339.10	3,291.15
Total	**11,242.47**	**10,980.89**

Payments to auditors		(₹ In lakh)
As auditor		
Audit fee	4.00	5.00
Tax audit fee	1.20	1.40
In other capacity		
For other services	0.20	0.20
For reimbursement of expenses	0.25	0.23
Total	**5.65**	**6.83**

25 Tax expense

(a) Amounts recognised in profit and loss (₹ In lakh)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Current income tax	1,058.30	1,262.95
Deferred tax expense	(3.25)	23.54
Tax expense for the year	1,055.05	1,286.49

(b) Amounts recognised in other comprehensive income (₹ In lakh)

Particulars	For the year ended March 31, 2020			For the year ended March 31, 2019		
	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurements of the defined benefit plans	(18.62)	4.69	(13.93)	(17.16)	6.00	(13.53)
Total	**(18.62)**	**4.69**	**(13.93)**	**(17.16)**	**6.00**	**(13.53)**

(c) Reconciliation of effective tax rate (₹ In lakh)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit before tax	4,113.88	3,637.44
Tax using the Company's domestic tax rate (Current year 25.17% and Previous Year 34.944%)	1,035.46	1,271.07
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
On account of disallowance/(allowance) of expenses	3.04	(13.03)
On account of permanent difference	25.06	28.42
On account of tax rate difference and earlier year tax adjustments	(8.46)	-
Tax Expenses Recognised in the Statement of profit and Loss	**1,055.10**	**1,286.46**
The Company's effective tax rate for the year before rate difference and earlier years tax effects	**25.85%**	**35.37%**
The Company's effective tax rate for the year after rate difference and earlier years tax effect	**25.65%**	**35.37%**

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

Impact of tax rate change: The Company elected to exercise the option permitted under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has re-measured its Deferred Tax Assets basis the rate prescribed in the said section. The full impact of this change has been recognised in the Statement of Profit & Loss for the year.

26 Deferred Tax

(d) Movement in deferred tax balances (₹ In lakh)

					March 31, 2020	
	Net balance April 1, 2019	Recognised in profit or loss	Recognised in OCI	Net balance March 31, 2020	Deferred tax asset	Deferred tax liability
Deferred tax asset (Liabilities)						
Property, plant and equipment	(124.33)	26.81	-	(97.51)	-	(97.51)
Lease Liabilities / ROU assets	-	1.77	-	1.77	1.77	-
Financial assets at FVTPL	-	(0.39)	-	(0.39)	-	(0.39)
Others - Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	94.21	(24.94)	-	69.27	69.27	-
Tax assets (Liabilities)	**(30.12)**	**3.25**	**-**	**(26.86)**	**71.04**	**(97.90)**

(e) Movement in deferred tax balances (₹ In lakh)

					March 31, 2019	
	Net balance April 1, 2018	Recognised in profit or loss	Recognised in OCI	Net balance March 31, 2019	Deferred tax asset	Deferred tax liability
Deferred tax asset (Liabilities)						
Property, plant and equipment	(95.90)	(28.43)	-	(124.33)	-	(124.33)
Others - Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	89.32	4.89	-	94.21	94.21	-
Net tax assets (Liabilities)	**(6.58)**	**(23.54)**	**-**	**(30.12)**	**94.21**	**(124.33)**

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income by each jurisdiction in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

27 Earnings per share (EPS)

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

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

i. Profit attributable to Equity holders *(₹ In lakh)*

	March 31, 2020	March 31, 2019
Profit attributable to equity holders of the parent:	3058.83	2,350.95
Profit attributable to equity holders of the parent for basic earnings	**3,058.83**	**2,350.95**

ii. Weighted average number of ordinary shares

	March 31, 2020	March 31, 2019
Issued ordinary shares	3,035,750	3,035,750
Weighted average number of shares at March 31 for basic EPS	**3,035,750**	**3,035,750**

Basic and Diluted earnings per share

	March 31, 2020	March 31, 2019
Basic earnings per share	100.76	77.44
Diluted earnings per share	100.76	77.44

28. Contingent liability and commitments

	As at March 31, 2020	As at March 31, 2019
Contingent Liabilities :		
Claims against the Company not acknowledged as debts		
a) in respect of labour matters	105.61	94.29
b) Constrained Octroi Duty	15.22	15.22
Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	155.73	152.60
	276.56	**262.11**

28 Commitments (to the extent not provided for)

28.1 Contingent liabilities above represent estimates made mainly for probable claims arising out of litigation and disputes pending with tax authorities. The probability and timing of outflow with regard to these matters depend on the final outcome of litigations / disputes. Hence the Company is not able to reasonably ascertain the timing of the outflow.

28.2 The Company is subject to legal proceedings and claims which arise in the ordinary course of business. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liability, where applicable. The management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect on the Company's operations or financial condition.

29 The Company was set up with the objective of manufacturing Handtools. This is the only activity performed and is therefore the main source of risks and returns. Accordingly, the Company has a single reportable segment. Further, as the Company does not operate in more than one geographical segment hence the relevant disclosures as per Ind AS 108 are not applicable to the company.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

30 The company has taken certain building premises under cancellable operating leases. In the rent agreements there are no terms for purchase option or any restriction such as those concerning dividend and additional debts. Lease agreements of the company do not contain any variable lease payment or any residual value guarantees. The company has not entered inti any sublease agreement.

Information in respect of leases for which right-of-use assets and corresponding lease liabilities have been recognised are as follows:

(₹ In lakh)

Particulars	March 31, 2020
Carrying amount right-of-use assets at beginning of the year	183.61
Additions to right-of-use assets during the year	28.04
Deletions to right-of-use assets during the year	9.85
Amortisation of right-of-use assets during the year	82.87
Interest expense (unwinding of discount) on lease liabilities	17.08
Total cash outflows in respect of leases	92.92
Carrying amount right-of-use assets at year end	118.93

Maturity analysis of lease liabilities are as under: *(₹ In lakh)*

	March 31, 2019
Due in next 1 year	76.48
Due in next 1 to 3 years	49.48
Due in next 3 to 5 years	-
Due after 5 years	-

31. Employee benefit obligation *(₹ In lakh)*

	As at March 31, 2020		As at March 31, 2019	
	Non-current	Current	Non-current	Current
Compensated absences	211.55	30.36	235.55	17.82
Gratuity	79.58	62.53	84.69	61.50
Total	**291.13**	**92.89**	**320.24**	**79.32**

(i) Defined benefit plan - Gratuity

The Company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is an unfunded plan.

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

(₹ In lakh)

	As at March 31, 2020	As at March 31, 2019
Present value of obligation as at the beginning of the year	732.11	637.82
Current service cost	40.46	35.64
Interest expense	56.29	50.26
Past Service Cost	-	-
Total amount recognised in profit or loss	**96.75**	**85.90**
Remeasurements		
(Gain)/loss from change in financial assumptions	6.97	10.91
Experience (gains)/losses	8.19	19.99
Total amount recognised in other comprehensive income	**15.16**	**30.90**
Benefit payments	(19.88)	(22.53)
Present value of obligation as at the end of the year	**824.14**	**732.09**

Significant estimates: actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

	As at March 31, 2020	As at March 31, 2019
Discount rate	6.83%	7.88%
Salary growth rate	10.00%	10.80%
Retirement age	58 & 75 Years	58 & 75 Years
Withdrawal rates	2.00%	2.00%
Weighted average duration of defined benefit obligation	9	10

Assumptions regarding future mortality rates are based on Indian Assured Lives Mortality (2006-08) Ultimate as published by Insurance Regulatory and Development Authority (IRDA).

The actuarial valuation is carried out yearly by an independent actuary. The discount rate used for determining the present value of obligation under the defined benefit plan is determined by reference to market yields at the end of the reporting period on Indian Government Bonds. The currency and the term of the government bonds is consistent with the currency and term of the defined benefit obligation.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(₹ In lakh)

	Year ended 31 March 2020	Year ended 31 March 2019
Discount rate (1.00% increase)	(5,996,657)	(5,438,182)
Discount rate (1.00% decrease)	6,924,317	6,252,856
Future salary growth (1.00% increase)	6,402,525	5,707,804
Future salary growth (1.00% decrease)	(5,674,993)	(5,115,716)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same 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 as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period

(ii) Defined contribution plan

The Company also has certain defined contribution plan. Contributions are made to provident fund and employee state insurance scheme for employees at the spcified rate as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is ₹ 70,31,903. (31 March 2019: ₹ 61,50,409).

32. Corporate Social Responsibility

During the year, the amount required to be spent on corporate social responsibility activities amounted to ₹ 59.40 Lakh (previous year ₹ 30.78 Lakh) in accordance with Section 135 of the Companies Act,2013. The following amounts were spent during the current and previous years:

(₹ In lakh)

Particulars	March 31, 2020	March 31, 2019
(a) Gross amount required to be spent by the company during the year	50.46	39.10
(b) Amount spent During the year on :		
(i) Construction / acquisition of asset	-	-
(ii) On purposes other than (i) above	99.35	30.78
(c) Amount accrued and not spent	-48.89	8.32

33. Details required under IND AS 24 on the "Related Party Disclosures

Name of related Party and nature of relationship where control exists are as under :

Sr No.	Name of the Related Party	Relationship	Nature of Payment	2019-2020	2018-2019
1	MR. H.N. TAPARIA	CHAIRMAN & MANAGING DIRECTOR	Remuneration	28.00	42.00
2	MR.SIVARAMAKRISHNAN	DIRECTOR-OPERATIONS	Remuneration	19.13	19.40
3	MR. V.S. DATEY	COMPANY SECRETARY	Remuneration	3.13	3.13
4	MR.S.R. BAGAD	CHIEF FINANCIAL OFFICER	Remuneration	12.51	11.12
5	SURJUDEVI LADURAM TAPARIA CHARITABLE TRUST	Trust controlled by KMP	Donation	86.00	14.50
		TOTAL		**148.76**	**90.15**

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

34. Financial Instrument - Accounting classifications and fair values measurements

The fair value of the assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value:

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilties, short term loans from banks and other financial instruments approximate their carrying amounts largely due to the short term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates are evaluted by the company based on parametes such as interest rate and individual credit worthiness of the counterparty. Based on this evaluation, allowance are taken to the account for the expected losses of these receivables.

   The company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

   Level 1 : Quoted (unadjusted) prices in active markets for identical assets or liabilities

   Level 2 : other techniques for which all inuts which have a significant effect on the recorded fair value are observable, either directly or indirectly.

   Level 3 : techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

The following table shows the carrying amounts and fair values of financial assets and financials liabilities, including their levels of in the fair vale hierarchy :

As at 31 March 2020 *(₹ In lakh)*

	Carrying amount				Fair value		
	Financial assets - FVTPL	Financial assets - amortised cost	Financial liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3
Financial assets measured at fair value							
Investment in Mutual Funds	2,329.26	-	-	2,329.26	-	2,329.26	-
	2,329.26	**-**	**-**	**2,329.26**	**-**	**2,329.26**	**-**
Financial assets not measured at fair value							
Trade receivables	-	2,907.12	-	2,907.12	-	-	-
Cash and cash equivalents	-	451.05	-	451.05	-	-	-
Other financial assets	-	393.70	-	393.70	-	-	-
	-	**3,751.87**	**-**	**3,751.87**	**-**	**-**	**-**
Financial liabilities not measured at fair value							
Trade payables	-	-	2,595.18	2,595.18	-	-	-
Other financial liabilities	-	-	251.22	251.22	-	-	-
	-	**-**	**2,846.40**	**2,846.40**	**-**	**-**	**-**

The Company has not disclosed the fair values for financial instruments such as trade receivables, cash and cash equivalents, other bank balances, loans, borrowings, trade payable, other financial assets and financial liabilities, because their carrying amounts are a reasonable approximation of fair value.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2020

As at 31 March 2019 *(₹ In lakh)*

	Carrying amount				Fair value		
	Financial assets - FVTPL	Financial assets - amortised cost	Financial liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3
Financial assets not measured at fair value							
Trade receivables	-	4,153.52	-	4,153.52	-	-	-
Cash and cash equivalents	-	273.40	-	273.40	-	-	-
Other financial assets	-	127.68	-	127.68	-	-	-
	-	**4,554.60**	**-**	**4,554.60**	**-**	**-**	**-**
Financial liabilities not measured at fair value							
Trade payables	-	-	4,695.32	4,695.32	-	-	-
Other financial liabilities	-	-	520.74	520.74	-	-	-
	-	**-**	**5,216.06**	**5,216.06**	**-**	**-**	**-**

The Company has not disclosed the fair values for financial instruments such as trade receivables, cash and cash equivalents, other bank balances, loans, borrowings, trade payable, other financial assets and financial liabilities, because their carrying amounts are a reasonable approximation of fair value.

Financial risk management objectives and policies

The Company has exposure to the following risks arising from financial instruments :

- Credit risk
- Liquidity risk
- Market risk
- Interest risk

Risk management framework

The Company's management has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company conduct yearly risk assessment activities to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Company has a system in place to ensure risk identification and ongoing periodic risk assessment is carried out. The Board of directors periodically monitors the risk assessment.

i) Credit risk

Credit risk is the risk that counterparty will not meet its obligation under a financial instrument or customer contract,leading to a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables and deposits to landlords) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. The company generally doesn't have collateral.

The carrying amounts of financial assets represent the maximum credit risk exposure. The maximum exposure to credit risk at the reporting date was:

(₹ In lakh)

Particulars	As at 31 March 2020	As at 31 March 2019
Trade receivables	2,907.12	4,153.52
Cash and cash equivalents	451.05	273.40
Other financial assets	393.70	127.68

Trade receivables

Customer credit risk is managed as per Company's established policy, procedures and control relating to customer credit risk management. Credit risk has always been managed by the Company through credit approvals, estabilishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business.

An impairment analysis is performed for all major customers at each reporting date on an individual basis. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 8. The company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several industries and operate in largely independent markets.

Bank balances and deposits with banks

Credit risk from balances with banks is managed by the company's finance department as per Company's policy. Investment of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. 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.

ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

As at March 31, 2020 *(₹ In lakh)*

	Contractual cash flows						
	Carrying amount	Total	6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years
Trade payables	2,595.18	2,595.18	2,595.18	-	-	-	-
Other financial liabilities	251.22	251.22	251.22	-	-	-	-
	2,846.40	**2,846.40**	**2,846.40**	**-**	**-**	**-**	**-**

As at March 31, 2019 *(₹ In lakh)*

	Contractual cash flows						
	Carrying amount	Total	6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years
Trade payables	4,695.32	4,695.32	4,695.32	-	-	-	-
Other financial liabilities	520.74	520.74	520.74	-	-	-	-
	5,216.06	**5,216.06**	**5,216.06**	**-**	**-**	**-**	**-**

iii) Market risk

Market risk is the risk of loss of future earnings, fair value or future cash flows arising out of change in the price of a financial instrument. These include change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowing.

The company manages market risk through a risk management committee engaged in, inter alia, evaluation and identification of risk factors with the object of governing/mitigation them accordingly to company's objectives and declared policies in specific context of impact thereof on various segments of financial instruments.

Currency risk

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which purchases are denominated and the functional currency of Company. The functional currency of the Company is Indian Rupees. However the Company is not exposed to foreign currency fluctuation between the foreign currency and Indian Rupees.

iv) Interest risk

At the reporting date the interest rate profile of the Company's interest-bearing financial instruments was as follows

(₹ In lakh)

Particulars	As at March 31, 2020	As at March 31, 2019
Fixed rate instruments		
Financial assets		
Deposit with banks	445.54	267.38
Total	**445.54**	**267.38**
Variable-rate instruments		
Financial liabilities		
Borrowings	-	-
Total		**-**

Fixed deposits made by the Company carries fixed rate of interest and hence there is no interest rate risk.

35 Pursuant to the introduction of Section 1158AA of the Income Tax Act, 1961 vide Taxation Laws (Amendment) Ordinance, 2019 the company has an option to pay corporate income tax at the rate of 22% plus applicable surcharge and cess (lower rate) as against the earlier rate of 30% plus applicable surcharge and cess, subject to certain conditions. Considering the provisions under said section 115BAA of the Income Tax Act, 1961 the Company has decided to avail the lower rate from FY 2019-20. Accordingly, the Company has recognized Provision for Income tax for the year ended 31st March, 2020 and re-measured its net Deferred Tax liabilities on the basis of the rate prescribed in the said section.

36 In view of the country-wide lockdown due to the outbreak of COVID-19 pandemic, operations/despatches and administrative offices of the Company were scaled down or shut down for certain days beginning from second half of March, 2020. The lockdown is being lifted with systematic process by the Government at this point in time and resumption of full-fledged operations will depend upon directives issued by the Government authorities. The Company continues to closely monitor the situation and take appropriate action in due compliance with the applicable regulations. The operations/despatches have partially resumed at certain locations of the Company in compliance with Government directives in June, 2020.

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of property, plant and equipment, trade receivables and other current assets. The eventual outcome or impact of COVID-19 on the Company's financial statement may differ from that estimated as at the date of approval of these financial statements, however, as per the current assessment of the management, the carrying amounts of these assets are expected to be recovered.

37 Previous year figures have been regrouped or arranged wherever necessary.

As per our report of even date attached

For and on behalf of Board of Directors of TAPARIA TOOLS LIMITED

For Harshil Shah & Co.
Chartered Accountants
(Firm Reg.No.141179W)

V.S. DATEY
Company Secretary

H. N. TAPARIA
Chairman & Managing Director
(DIN : 00126774)

Harshil Shah
Partner
Membership No. 124146

S. R. BAGAD
Chief Financial Officer

D.P. TAPARIA
Director
(DIN : 00126892)

Nashik : July 24, 2020

CASH FLOW STATEMENT for the year ended 31st March 2020

(₹ In lakh)

		As at 31st March, 2020	As at 31st March, 2019
A	**Cash Flow from Operating activities**		
1	**Net Profit Before Tax**	4,113.88	3,637.44
2	**Adjusted for :**		
	Depreciation	167.48	64.75
	Loss on Sale of Fixed Assets	21.06	(1.32)
	Interest Income	(16.54)	(30.60)
	Dividend Received on Mutual Fund	(3.47)	(55.70)
	Net foreign exchange gains/(losses)	2.08	7.55
	Short term capital gain	(29.26)	-
	Gain in fair value of investment	(1.56)	-
	Sundry Credit Balance Written Off	(1.56)	(0.77)
	Bad Debts written off	0.07	1.18
	Excess Provision of Expenses	40.07	-
	Excess Provision of Income Tax	-	(36.87)
	Finance Cost	23.71	4.95
	Adjusted for - Total	202.08	(46.83)
3	**Operating Cashflows Before Working Capital Changes (1+2)**	**4,315.96**	**3,590.61**
4	**Changes in Working Capital :**		
	Decrease/(Increase) in Inventories	129.35	(4,239.58)
	Decrease/(Increase) in Trade Receivables	1244.25	(544.09)
	Decrease/(Increase) in Other Financial Assets (Non current)	169.96	(34.68)
	Decrease/(Increase) in Other Assets	342.59	620.12
	(Decrease)/Increase in Trade Payables	(2,098.58)	1,345.93
	(Decrease)/Increase in Other Current Liabilities	(213.91)	(42.23)
	(Decrease)/Increase in Other Liabilities & Provisions	(83.12)	318.53
	Change in Working Capital	**(509.46)**	**(2,576.00)**
5	**Cash Generated from Operations (3+4)**	**3,806.50**	**1,014.61**
6	**Less: Tax**	(1,052.81)	(1,180.00)
7	**Net Cash Flow Generated from Operating Activities (5-6)**	**2,753.69**	**(165.39)**
B	**Cash Inflow From Investing Activities**		
	Purchase of Fixed assets	(198.05)	(722.33)
	Sales of Fixed Assets	-	1.50
	Interest Received	16.54	30.60
	Sale/(Purchase) of Investments (net)	(2,300.00)	-
	Gain in Fair Value of Investments	1.56	-
	Dividend Received	3.47	55.70
	Net Cash Flow From Investing Activities	**(2,476.48)**	**(634.53)**

CASH FLOW STATEMENT for the year ended 31st March 2020 (Contd.)

(₹ In lakh)

		As at 31st March, 2020	As at 31st March, 2019
C	**Cash Flow From Financing Activities**		
	(a) Repayment of Long-term Borrowings	-	-
	(b) Proceeds from Short-term Borrowings	-	-
	(c) Finance Cost	(6.63)	(4.95)
	(d) Payment of Lease Liabilities	(92.93)	
	Net Cash flow (used in) Financing Activities	**(99.56)**	**(4.95)**
	Net increase/(decrease) in Cash and Cash Equivalents (A+B+C)	**177.65**	**(804.87)**
	Add: Cash and Cash Equivalents at the beginning of the year	**273.40**	**1,078.27**
	Cash and Cash Equivalents at the end of the year	**451.05**	**273.40**

		As at 31st March, 2020	As at 31st March, 2019
D	**Components of Cash and Cash Equivalents**		
	Cash on hand	5.51	6.02
	With banks on current accounts	445.54	267.38
	Total Cash and Cash Equivalents	**451.05**	**273.40**

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For and on behalf of Board of Directors of TAPARIA TOOLS LIMITED

For Harshil Shah & Co.
Chartered Accountants
(Firm Reg.No.141179W)

V.S. DATEY
Company Secretary

H. N. TAPARIA
Chairman & Managing Director
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Harshil Shah
Partner
Membership No. 124146

S. R. BAGAD
Chief Financial Officer

D.P. TAPARIA
Director
(DIN : 00126892)

Place :Nashik
Date :24 July, 2020

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