



**SHREE PRECOATED STEELS LIMITED**

**12<sup>th</sup>**

**ANNUAL REPORT  
2019-20**



# SHREE PRECOATED STEELS LIMITED

## CONTENTS

	Page No.
Corporate Information.....	1
Notice .....	2
Director's Report & Management Discussion Analysis .....	10
Corporate Governance Report .....	40
MD/CFO Certification .....	57
Auditor's Certificate on Corporate Governance .....	58
Independent Auditor's Report .....	59
Balance Sheet .....	65
Statement of Profit & Loss Account.....	66
Cash Flow Statement.....	68
Notes to Financial Statement.....	69



## CORPORATE INFORMATION

### **BOARD OF DIRECTORS**

**MR. AMBALAL C. PATEL**  
(DIN: 00037870)

**MR. HARSH L. MEHTA**  
(DIN: 01738989)

**MS. AARTI M. RAMANI**  
(DIN: 06941013)

**MR. NILESH H. SARVAIYA**  
(DIN: 00799636)

CHAIRMAN NON-EXECUTIVE INDEPENDENT DIRECTOR

MANAGING DIRECTOR

INDEPENDENT WOMAN DIRECTOR

NON-EXECUTIVE PROFESSIONAL DIRECTOR

### **CHIEF FINANCIAL OFFICER**

MR. HARISH G. TAPARIA\*

MR. SURESH N. PITALE\*\*

\* Resigned on 5<sup>th</sup> July, 2019

\*\* Appointed on 9<sup>th</sup> August, 2019

### **COMPANY SECRETARY & COMPLAINTS OFFICER**

MR. AKSHAY R. SHARMA

### **REGISTERED OFFICE**

1, Ground Floor, Citi Mall,  
New Link Road, Andheri (W)  
Mumbai: 400 053  
Tel: +91-7208182677  
Email: spsl.investors@gmail.com  
Website: www.spsl.com

### **REGISTRAR & SHARE TRANSFER AGENT**

Sharex Dynamic (India) Private Limited  
C 101, 247 Park, L B S Marg,  
Mumbai - 400083  
Tel: 022 28515606, Fax: 022 28512885  
Email: support@sharexindia.com / rnt.hepldesk@linkintime.co.in  
Website: www.sharexindia.com / www.linkintime.co.in

### **CORPORATE IDENTITY NUMBER (CIN)**

L70109MH2007PLC174206

### **AUDITORS**

M/s. Manesh Mehta & Associates,  
Chartered Accountants,  
611-701, Centre Point, R.C. Dutt Road,  
Alkapuri, Vadodara – 390007  
Firm Reg. No. 115832W

### **TWELFTH ANNUAL GENERAL MEETING**

Date : 30<sup>th</sup> September, 2020

Day : Wednesday

Time : 11:00 A.M.

### **BOOK CLOSURE DATE:**

From Saturday, 26<sup>th</sup> September, 2020 to  
Wednesday, 30<sup>th</sup> September, 2020  
(Both days inclusive)



## Notice

**NOTICE** is hereby given that the 12<sup>th</sup> Annual General Meeting of the Shareholders of the Shree Precoated Steels Limited will be held on **Wednesday, the 30<sup>th</sup> day of September, 2020 at 11:00 am**, Indian Standard Time ("IST"), through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility to transact following business:

### ORDINARY BUSINESS:

#### Item no.1: Adoption of Financial Statements

To consider and, if deemed fit, to pass the following as an **Ordinary Resolution**:

**"RESOLVED THAT** the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2020 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2020 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board and Auditors thereon be and are hereby considered, approved and adopted."

#### Item No.2 : Appointment of Director

To consider and, if deemed fit, to pass the following as an **Ordinary Resolution**:

**"RESOLVED THAT** Mr. Harsh L. Mehta holding DIN:01738989, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Managing Director of the Company."

#### Item No.3 : Ratification of appointment of auditors

To consider and, if deemed fit, to pass the following as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, pursuant to the recommendations of the audit committee of the Board of Directors, and pursuant to the resolution passed by the members at the 11<sup>th</sup> Annual General Meeting held on December 20, 2019, the appointment of M/s Manesh Mehta & Associates, Chartered Accounts (Firm Registration No. 115832W) as the Auditors of the Company, be and is hereby ratified to hold the office from conclusion of the 12<sup>th</sup> Annual General Meeting until the conclusion of the 13<sup>th</sup> Annual General Meeting of the Company and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2021, as may be determined by the audit committee in consultation with the auditors, and that such

remuneration may be paid on a progressive billing basis as may be agreed upon between the auditors and the audit committee / Board of Directors."

### SPECIAL BUSINESS:

#### Item N0.4 :Re-classification of Promoters of the Company as a Public Shareholder

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

**"RESOLVED THAT** pursuant to Regulation 31A and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment(s) or modification(s) made thereto from time to time and any other laws and regulations as may be applicable from time to time, and subject to the necessary approvals of the Stock Exchange and other appropriate statutory authorities as may be necessary, the consent of the members of the Company be and is hereby accorded for re-classification of following entity from Promoter/ Promoter group category to Public category, since the entity is neither involved in the management of the Company nor exercise control over the affairs of the Company directly or indirectly and hold not more than 10% of the total voting rights in the Company and also none of the following entity have entered into any shareholder's or other agreement with the Company nor they have any veto rights or special information rights or special rights as to voting power or control of the Company.

Sr. No	Name of the Entity	No of Equity Shares held	% of total Equity Shares Capital
1	Fahrenheit fun and games Private Limited	2,91,666	7.05

**RESOLVED FURTHER THAT** pursuant to Regulation 31A (3) sub clause (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2018, it is hereby confirmed that, the aforesaid entity seeking reclassification:

- do not hold more than ten percent of the total voting rights in the Company;
- do not exercise control over the affairs of the Company directly or indirectly;



- iii. do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- iv. have not been represented on the Board of Directors (including not having a nominee director) of the Company;
- v. is not a 'willful defaulter' as per the Reserve Bank of India Guidelines; and,
- vi. is not a fugitive economic offender.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution for Reclassification of Promoter/ Promoter Group to Public Shareholding, the Board or the officers authorized by the Board in this regard be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard and to submit all the requisite applications, representations, filings etc. with the Stock Exchange and other regulatory authorities as may be required in this regard without requiring the Board to secure any further consent or approval of the members of the Company"

By Order of the Board of Directors  
For Shree Precoated Steels Limited

**Ambalal C Patel**  
Chairman  
DIN: 00037870

**Place : Mumbai,**

**Date : 27<sup>th</sup> July, 2020**

**CIN: L70109MH2007PLC174206**

**Registered Office:**

"Citi Mall", 1, Ground Floor,  
New Link Road, Andheri (W),  
Mumbai – 400 053, Maharashtra,  
Tel.: +91-7208182677,  
Email Id: spsl.investors@gmail.com  
Website: www.spsl.com

**NOTES:**

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common

venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

Hence, the member can attend & participant in ensuring AGM through VC / OAVM Only. The Proceeding of AGM will be deemed to be conducted at the registered office of the Company which shall be the deemed venue of the AGM.

2. The relevant details, pursuant to Regulations 26 and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, 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 to this Notice.
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent by email through its registered email address to spsl.investors@gmail.com with a copy marked to evoting@nsdl.co.in
5. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Sharex Dynamic India Private Limited ("RTA") for assistance in this regard.



6. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them in physical. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 to RTA. Members are requested to submit the requisite details to their Depositors Participant (DP) in case the shares are held by them in electronic form.
7. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
8. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
9. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 23<sup>rd</sup> September, 2020 through email on [spsl.investors@gmail.com](mailto:spsl.investors@gmail.com). Such questions by the Members shall be taken up during the meeting and replied by the Company suitably. No speakers will be allowed to raised query during the AGM.
10. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website [www.spsl.com](http://www.spsl.com), website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL <https://www.evoting.nsdl.com>
11. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
13. Instructions for e-voting and joining the AGM are as follows:

## A. VOTING THROUGH ELECTRONIC MEANS:-

- i. In compliance with the provisions of Section 108 of the Act, read with Rule

20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.

- ii. The remote e-voting period commences on Sunday, 27<sup>th</sup> September, 2020 at 09:00 A.M. India Standard Time (IST) and ends on Tuesday, 29<sup>th</sup> September, 2020 at 05:00 P.M. IST. During this period, Members holding shares either in physical form or in dematerialized form, as on 23<sup>rd</sup> September, 2020 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast 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 during the AGM.
- iii. The Board of Directors has appointed Mr. Haresh Sanghvi (Membership No. FCS 2259), Practicing Company Secretary as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
- iv. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
- vii. The details of the process and manner for remote e-voting are explained herein below:

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

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





### Details on Step 1 are mentioned below:

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

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. cast your vote electronically.

4. Your User ID details are given below

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

5. Your password details are given below:

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

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

- a) Click on "**Forgot User Details / Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on <https://www.evoting.nsdl.com>
- b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on <https://www.evoting.nsdl.com>
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.



## SHREE PRECOATED STEELS LIMITED

7. After entering your password, click on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-voting will open.

### Details on Step 2 are mentioned below:

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

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

### General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "**Forgot User Details/Password?**" or "**Physical User Reset Password?**" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free

no.: **1800-222-990** or send a request to (Ms. Sarita Mote) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### Process for those shareholders whose email ids and bank details are not registered with the Depositories/ Company.

#### 1. Registration of email ID for shareholders holding physical shares:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their e-mail addresses may get their e-mail addresses registered with Link Intime India Private Limited, by clicking the link: [https://linkintime.co.in/emailreg/email\\_register.html](https://linkintime.co.in/emailreg/email_register.html) in their web site [www.linkintime.co.in](http://www.linkintime.co.in) at the Investor Services tab by choosing the E mail / Bank Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN , mobile number and e mail id and also upload the image of share certificate in PDF or JPEG format. (upto 1 MB) . In case of any query, a member may send an e-mail at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

#### 2. For Temporary Registration for Demat shareholders:

The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with Link Intime India Private Limited by clicking the link: [https://linkintime.co.in/emailreg/email\\_register.html](https://linkintime.co.in/emailreg/email_register.html) in their web site [www.linkintime.co.in](http://www.linkintime.co.in) at the Investor Services tab by choosing the E mail Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, DPID, Client ID/ PAN, mobile number and e-mail id. In case of any query, a member may send an e-mail at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

**On submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in the link for verification.**

#### 3. Registration of Bank Details for physical shareholders

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their bank details can get the same registered with Link Intime India Private Limited, by clicking the link: <https://>





[linkintime.co.in/emailreg/email\\_register.html](http://linkintime.co.in/emailreg/email_register.html) in their web site [www.linkintime.co.in](http://www.linkintime.co.in) at the Investor Services tab by choosing the E mail/Bank Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, email id along with the copy of the cheque leaf with the first named shareholders name imprinted in the face of the cheque leaf containing bank name and branch, type of account, bank account number, MICR details and IFSC code in PDF or JPEG format. In case of any query, a member may send an e-mail at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

**On submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in the link for verification.**

#### 4. For Permanent Registration for Demat shareholders

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

#### The instructions for members for e-voting on the day of the AGM are as under:-

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

#### Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may

access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 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.
6. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 23<sup>rd</sup> September, 2020.
7. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote by remote e-voting shall not vote by e-voting conducted during the Meeting.



8. The Company has appointed Mr. Haresh Sanghvi, Practising Company Secretary as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
9. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow e-voting for all those members who are present at the Annual General Meeting by electronic means but have not cast their votes by availing the remote e-voting facility.
10. The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes casted during the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
11. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company **www.spsl.com** immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange, where the shares of the Company are listed.

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all the material facts relating to the business mentioned.

#### Item No.4:

Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") has provided a regulatory mechanism for Reclassification of Promoters & Promoter group as Public Shareholders subject to fulfillment of conditions as provided therein. In this regard, the Company received application from Fahrenheit Fun and Games Private Limited (hereinafter referred to as the "Outgoing Promoter Entity") requesting to be reclassified from the category of "Promoter and Promoter Group" to "Public Category"

The promoter shareholder is neither involved in the management of the company nor exercises control over affair of the company directly or indirectly and neither holds more than 10% of total voting rights in the company. In consideration to the conditions as stipulated in Regulation 31A of the Listing Regulations, the Board of Directors of the Company at their meeting held on June 29, 2020 has approved

the application for reclassification received by the Company from the Outgoing Promoter Entity, subject to approval by the members and relevant regulatory authorities. Further as per Regulation 38 of the Listing Regulations, the public shareholding as on date of the notice fulfils the minimum public shareholding requirement of at least 25% and the proposed reclassification does not intend to increase the public shareholding to achieve compliance with the minimum public shareholding requirement. Further, in accordance with Regulation 31A of the Listing Regulations, the said reclassification requires the approval of the Stock Exchange.

None of the Directors, Key Managerial Person, or their relatives except the Outgoing Promoter Entity and their associates are concern interested to the extent of their shareholding in the Company.

The Board recommends the passing of the resolution as set out under item no. 4 for approval of the Members.

The relevant documents in this regard are available for inspection between 11:00 a.m. to 1:00 p.m. on all working days till the date of AGM i.e September 30, 2020, at the Registered Office of the Company.



## ANNEXURE

### ADDITIONAL INFORMATION PURSUANT TO THE LISTING REGULATIONS AND SECRETARIAL STANDARD – 2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA IN RESPECT OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT:

Name of the Director	Mr. Harsh L. Mehta
Director identification Number (DIN)	01738989
Date of Birth	21/10/1981
Date of first Appointment	24/05/2016
Terms and Conditions for re-appointment	Appointment on account of retire by rotation, no change in terms.
Qualifications	B.Sc., M.Sc.
Expertise in specific Functional area	Over Twelve years of experience in the fields of Project Management, Finance & Legal.
Number of Board meetings of the Company attended during the year	Kindly refer Corporate Governance Report for this information.
Directorships in other Listed Companies (excluding foreign Companies and Section 8 companies)	NIL
Number of shares held in the Company:-	NIL
Directorships held in other Public companies (excluding Foreign Companies and Section 8 Companies)	1. Parsuns Trades Limited
Chairman/ Member in the Committees of the Boards of above said companies in which he is Director	NA
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company <i>inter-se</i>	None

Notice

Director's Report

Corporate Governance Report

Financial Statements



## DIRECTORS' REPORT

To,  
The Members,  
Shree Precoated Steels Limited  
Mumbai

Your Directors have pleasure in presenting the Twelfth Annual Report of your company along with the Audited Financial Statements for the Financial Year ended on 31<sup>st</sup> March, 2020. Further, in compliance with the Companies Act, 2013 the company has made all requisite disclosures in the Board Report with the objective of accountability and transparency in its operations and to make you aware about its performance and future perspective.

### FINANCIAL HIGHLIGHTS:

(₹ in lakhs)

Key Financial Indicators	2019-2020	2018-2019
Revenue from Operations	-	-
Other Income	26.00	113.90
Total Income	<b>26.00</b>	<b>113.90</b>
Total Expenditure	57.02	126.52
( Loss)/Profit before Tax	(31.02)	(12.62)
Tax Expenses	-	-
(Loss)/Profit after Tax	(31.02)	(12.62)
Other Comprehensive Income/(Loss)	1.15	(1.21)
(Loss) for the year after Comprehensive Income/(Loss)	(29.87)	(13.83)
Opening balance in Statement of Reserves and Surplus	(388.85)	(14574.34)
Amount available for appropriation	-	-
Closing Balance in the Statement of Reserves & Surplus	(418.72)	(388.85)

### OPERATIONAL REVIEW:

Your Company posted Net Revenues of ₹26 Lakhs and Net Loss of ₹ 29.87 Lakhs for F.Y. 2019-20. The Net Revenues and Net Loss for F.Y. 2018-19 was ₹113.90 Lakhs and ₹13.83 Lakhs respectively. Since the Company has incurred a loss, no amount is available for appropriation.

### SHARE CAPITAL OF THE COMPANY:

During the year under review, the Company has not issued any shares with differential voting rights nor granted any stock options neither sweat equity.

The Order of Reduction and consolidation of Equity share capital of the company was passed by Hon'ble NCLT, Mumbai bench on 28<sup>th</sup> August, 2019. Its appointed date is 1<sup>st</sup> April, 2018 and effective date is 17<sup>th</sup> October, 2019. The shareholders holding 20 Equity shares of ₹10/- each shall be allotted 1 Equity share of ₹10/- each and any shareholder entitled to fractional shares shall be distributed the sale proceeds. The Total Paid up Share Capital of

the Company is reduce from ₹ 82,79,80,420/- to ₹ 4,13,99,020 divided into 4139902 Equity shares of ₹ 10/- each fully paid.

### DIVIDEND:

The Board of Directors of your company, not declared any Dividend for the current financial year due to loss incurred by the Company.

### SUBSIDIARIES & ASSOCIATE COMPANIES:

As on 31<sup>st</sup> March 2020, the Company does not have any Subsidiary or Associate Company.

### TRANSFER TO RESERVES:

No amount was transferred to the reserves during the financial year ended 31<sup>st</sup> March, 2020.

### NATURE OF BUSINESS:

The Company is engaged in the activities of Real Estate and Trading. During the year under review, there was no change in the nature of business of the Company.



## COMPANY'S STATE OF AFFAIRS:

The Company's operations and financial performance is more elaborately covered in the Management Discussion Analysis forming part of this Annual Report.

## QUALITY INITIATIVES:

The Company continues to sustain its commitment to the highest levels of quality, superior service management, robust information security practices and mature business continuity management.

## DEPOSITS FROM PUBLIC:

In terms of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 during the financial year 2019-20, your Company has not accepted any deposits from public and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the Balance Sheet.

## FRAUD REPORTING:

During the year under review, no instances of fraud were reported by the Statutory Auditor of the Company under section 143 (12) of the Companies Act, 2013.

## RELATED PARTY TRANSACTION:

During the year under review the Company has not entered into any contracts/arrangements/transactions which would qualify as material in accordance with policy of the Company on materiality of related party transactions or as per the provision of SEBI (Listing Obligation & Disclosure Requirement) Regulations 2015 "Listing Regulation".

The details of transactions with related parties in ordinary business routine as per Indian Accounting Standard (IND AS-24) is set out in Note No.30 to the Financial Statements of the Company.

Your Company has formulated a policy for dealing with related party transactions which is also available on website of the Company at [http://www.spsl.com/downloads/policies/RPT\\_%20policy.pdf](http://www.spsl.com/downloads/policies/RPT_%20policy.pdf)

## DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:

Pursuant to order passed by Hon'ble NCLT, Mumbai, the Paid up Equity Capital of the Company is reduced from ₹ 82,79,80,420/- to ₹4,13,99,020/- comprising of 41,39,902 no. of equity shares of ₹10/- each.

Apart from above no other significant and material orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Under Section 186 of the Companies Act, 2013 the Company has neither given any Loan, Guarantee nor provided any Security in Connection with a Loan, directly or indirectly, to any person or other body corporate.

The Company has also not made any investments by way of subscription, purchase or otherwise, in the securities of any other body corporate during the financial year ended 31 March 2020.

## CORPORATE GOVERNANCE:

Our corporate governance practices area reflection of our value system encompassing our culture, policies and relationships with our stakeholders, integrity and transparency are integral to our Corporate Governance practices to ensure that we gain and retain trust of our stakeholders at all times. In compliance with Regulation 34 of the Listing Regulation a separate report on Corporate Governance along with a certificate from the Auditors on its compliance forms an integral part of this Annual Report.

## SECRETARIAL STANDARDS:

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

## BOARD OF DIRECTORS:

The composition of the Board as on 31<sup>st</sup> March, 2020 consist of 1 (one) Executive Director, 2 (two) Non-Executive Independent Directors and 1 (one) Non-Executive Professional Director.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Mr. Harsh L. Mehta, Managing Director retires by rotation at the forthcoming Annual General Meeting and being eligible has offered himself for re-appointment. Approval of the members is being sought at the ensuing Annual General Meeting for his re-appointment and the requisite details in this connection is contained in the Notice convening the meeting.



## SHREE PRECOATED STEELS LIMITED

Mr. Harsh L. Mehta, Managing Director, Mr. Suresh N Pitale, Chief Financial Officer and Mr. Akshay R. Sharma, Asst. Company Secretary continued to function as Key Managerial Personnel of the Company during the year under review.

### **INDEPENDENT DIRECTOR'S DECLARATION:**

Pursuant to the provisions of sub-section (7) of Section 149 of the Companies Act, 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfil the criteria of independence as specified in Section 149(6) of the Companies Act, 2013 read with the Schedules and Rules issued there under as well as Regulation 16 of Listing Regulation.

### **FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTOR:**

In compliance with the requirements of Listing Regulation the Independent Directors have been familiarized on the Board of the Company by the functional heads of various departments of the Company which includes detailed presentations on the vision and mission of the Company, its operations, business plans, technologies and also future outlook of the entire industry.

The familiarization programs extended to the Non-executive & Independent Directors are also disclosed on the Company website from time to time at: (<http://www.spsl.com/downloads/familiarisation-of-ID-of-SPSL.pdf>)

### **PECUNIARY RELATIONS:**

The Company does not pay any remuneration to its Non-Executive / Independent Directors except sitting fees and reimbursement of expenses for attending Meetings of the Board and of its Committees. No commission on the net profit of the Company is paid to any Director. There are no pecuniary relationships or transactions of the Non- Executive Directors vis-à-vis the Company.

### **NUMBER OF MEETINGS OF THE BOARD:**

The Board of Directors of the Company met 6 (Six) times during the financial year 2019-20. The details of various Board Meetings are provided in the Corporate Governance Report. The gap intervening between two meetings of the board is as prescribed in the Companies Act, 2013 & Listing Regulation.

### **BOARD COMMITTEES:**

The Company had the following five Committees of the Board during the year 2019-20:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders' Relationship Committee;
4. Committee of Independent Directors; and
5. Allotment Committee

The composition of each of the above Committees, their respective role and responsibility is as detailed in the Report of Corporate Governance.

### **REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES:**

The remuneration paid to Directors is in accordance with Nomination and Remuneration Policy formulated in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulation.

The information required under section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) in respect of Directors /employees of the Company is set out in the "Annexure I" to this report.

Further information as required as per the provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is appended to this report as "Annexure II"

### **NOMINATION AND REMUNERATION POLICY:**

The Company has formulated and adopted Nomination and Remuneration Policy in accordance with the provisions of Companies Act, 2013 read with Rules issued there under and Listing Regulation.

The said Policy of the Company, inter alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment of Executive, Non-Executive Director, and Independent Directors on the Board of Directors of the Company and persons in Senior Management of the Company, their remuneration including determination of qualifications, positive attributes, independence of





Directors and other matters as provided under sub-section (3) of section 178 of Companies Act, 2013 (including any statutory modification(s) or re-enactment (s) thereof for time being in force).

The salient feature of the Policy is set out in the Corporate Governance Report which forms part of this Annual Report. The Policy is also available on the website of the Company at [www.spsl.com](http://www.spsl.com).

#### BOARD EVALUATION:

The Company has devised criteria for performance evaluation of Independent Directors, Board/ Committees, and other individual Directors which includes criteria for performance evaluation of Non Executive Director and Executive Director. Performance evaluation has been carried out as per the Nomination & Remuneration Policy.

At the meeting of the Board all the relevant factors that are material for evaluating the performance of individual Directors, the Board/ Committees were discussed in detail. A structured questionnaire each for evaluation was prepared and recommended to the Board by Nomination & Remuneration Committee for doing the required evaluation after taking into consideration the input received from the Directors covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, execution and performance of specific duties, obligations and governance etc.

The performance evaluation of the Independent Directors was also carried by the entire Board. The performance evaluation of the Managing Director & Non-Executive Directors was carried out by the independent Directors at its separate meeting held on 13<sup>th</sup> March, 2020. The Directors expressed their satisfaction with the evaluation process.

#### DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- (a) in the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013, have been followed along with proper explanations relating to material departures, wherever applicable.
- (b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit of the Company for the year ended on that date;
- (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the Directors have prepared the annual accounts on a 'going concern' basis;
- (e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

#### AUDIT COMMITTEE:

The Committee of Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 read with Rules issued there under and Regulation 18 of the Listing Regulation. The members of the Audit Committee are financially literate and have experience in financial management.

The Audit Committee comprises of Mrs. Aarti M. Ramani, as Chairman, Mr. A.C. Patel and Mr. Nilesh Sarvaiya, as Members and Mr. Akshay Sharma acts as a Company Secretary to the Audit Committee.

All recommendation made by Audit Committee were accepted by the Board of Directors of the Company.

#### AUDITOR AND AUDITOR'S REPORT:

##### Statutory Auditor:

M/s Manesh Mehta & Associates, Chartered Accounts (Firm Registration No. 115832W) were appointed as Statutory Auditors of the Company at the 11<sup>th</sup> AGM till conclusion of 16<sup>th</sup> Annual General Meeting.

The Auditor's report for the financial year ended 31<sup>st</sup> March, 2020, on financial statements of the Company forms a part of this Annual Report. The Auditor's Report for the financial year ended 31<sup>st</sup> March, 2020 does not contain any qualification, reservation or adverse remark.

##### Secretarial Auditor:

Pursuant to the provisions of section 204 of the Act, the Board has appointed Mr. Haresh Sanghvi, Practising Company Secretary (FCS No.2259 COP No. 3675), to undertake secretarial audit of the Company. The Company has annexed to this Board's Report as **Annexure III** a Secretarial Audit Report given by the Secretarial Auditor.



As per the observation as given by the Secretarial Auditors regarding Details on “change in Return on Net-worth” in accordance with Schedule V of SEBI (LODR), 2015 is not incorporated in the Annual Report.

## Reply of Management

The observation is noted for future Compliance.

## Internal Auditor:

Pursuant to section 138(1) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, Mr. Hitesh Panchal, a qualified Chartered Accountant is appointed as Internal Auditor of the Company. The Internal Auditor conducts the internal audit of the functions and operations of the Company and reports to the Audit Committee and Board quarterly.

## Management & Discussion Analysis

### Industry Structure and development :

India was the world’s second-largest steel producer with production standing at 111.2 million tones (MT) in 2019. The growth in the Indian Steel sector has been a major contributor to India’s manufacturing output.

Indian steel industry is modern state-of art steel mills. It has always strived for continuous modernization of older plants and up-gradation to higher energy efficiency levels.

Introduction of the Government’s recycling policy the import has reduced. At 30% of duty is levied on export of Iron ore to ensure local supply. Accelerated infrastructure projects has increased the demand of steel locally. India’s finished steel consumption grew at a CAGR of 5.2 per cent during FY16-FY20 to reach 100 MT. India’s crude steel and finished steel production increased to 108.5 MT and 101.03 MT in FY20, respectively.

### Opportunities

The Indian government has always supported the steel industry and introduced the National Steel Policy in 2017, which envisions the growth trajectory of the Indian steel industry till 2030–31. While the National Steel Policy, 2017, is a vision document of the Indian government, it nevertheless emphasises the growth potential of the Indian steel industry. Opportunity of Steel Industry widely depends upon demands from Sectors like Construction, Railways, Automobiles, Capital goods, etc.

### Threats /Challenges

The growth trajectory has its own sets of challenges. We outline the four major challenges:

1) Finance: Steel is a capital-intensive sector.

Nearly INR 7,000 crore is required to set up 1 tonne of steel-making capacity through the greenfield route. Naturally, the cost of financing any expansion or new steel capacity is usually through borrowed capital. And in India the cost of finance is extremely high compared to the cost of finance in developed countries such as China, Japan and Korea. This adds about 30–35 USD to the final cost of steel

- 2) Logistics: For most Indian steel makers, managing logistics requirements is arduous, challenging and costly. The primary raw material for steel making is iron ore, besides coal or coking coal. Both are bulk minerals, and steel is also a bulk commodity. So, whether it is physical transportation of raw materials for steel making to the steel mills or physical transportation of finished steel to demand centres, transportation of bulk materials is always arduous.
- 3) Tax, duties and cess: While the government has recently lowered corporate tax rates to 25%, there are certain noncreditable taxes, duties and cesses, specifically paid by the steel sector, which reduce the competitiveness of Indian steel products in the global market. The National Steel Policy has laid down certain goals. For these to be realised, Indian steel needs to be globally competitive. Otherwise, India will never be able to increase steel exports beyond a certain limit and will continue to be threatened by cheaper imports.
- 4) Raw materials: Although India has abundant reserves of iron ore and coal, it has negligible reserves of coking coal. The National Steel Policy envisages that India will reach 300 million tonnes of steel-making capacity, and 68% of that will be through the blast furnace route, which requires coking coal. This translates to about 200 million tonnes of steel being produced using coking coal, which means an annual consumption of about 180 million tonnes of coking coal. The National Steel Policy, 2017, envisages that only 65% of India’s coking coal requirements will be met through imports by 2030–31. If India is to consume 180 million tonnes of coking coal annually, this means that around 60–65 million tons will be provided by domestic sources. This poses a serious challenge to the growth aspirations of the Indian steel industry, unless the Jharia fields are developed.

### Outlook

The Management has rich experience of over four decades in the Steel related business and Real Estate business and has developed and established excellent business relationships in the Industry



which can be helpful to the Company to form a strategic alliance with them in the future. The goodwill and expertise of the Company and Management is the greatest strength.

The Company has currently traded in Development rights and is exploring opportunities in real estate development and redevelopment projects. The company is focusing on projects related to trading of flats, development rights and investment in real estate, if right opportunity exists.

### Risks and concerns

Domestic steel makers are likely to face muted demand and oversupply which would lead suppressed steel prices post lockdown. Besides, they are expected to face issues with availability of workforce and logistics movement. Muted demand and over supply is likely to create a loop leading to suppressed prices until either there is a substantial uplift in demand or substantial volume goes out of market.

Domestic steel demand in FY21 is likely to drop by around 12-15 per cent year-on-year with end-use industries being closed down and limited demand growth expected over the near term.

### Internal Controls systems and their adequacy

The Company has proactive approach to manage and mitigate the risks. The Company commitment towards effective risk management is for the sustainable growth and creating value for stakeholders. The well drafted risk management framework, consistently enhances our ability to anticipate risks, take pre-emptive measures and respond with agility and confidence in managing them.

The Company believes that proactive risk management is a vital element for good corporate governance. Thus, helps in identifying the risk, exposure, potential impact, mitigation process, non-business risk among others. These risks are timely reviewed by the board and mitigations strategies are suggested to reduce the impact. All this will help the Company to achieve favourable results.

The Company has all the main processes laid out to assure timely feedback on completion of operational and strategic goals, compliance with policies, procedures, laws and regulations, safeguarding of asset and efficient use of resource.

The Company's Internal Auditor reviews the effectiveness of internal control on a regular basis to avoid fraud or any other issue arising in the daily operational activities. The Company has formally created a Risk Management Policy in tune with the new regulatory requirements. The policies help in

identifying and assessing the key risk areas. Based on the detailed review the following key risk have been identified.

- Personnel Risk
- Regulatory risks
- Borrowing Risk
- IT and System Risk
- Liquidity risk
- Input Costs Risk
- Sales Market Risk
- Project Implementation Risk
- Legal Risk

### Financial and Operations Review

The financials has affecting changes in the following ratio:

Particulars	FY 2019-20	FY 2018-19	% Difference
Current ratio	0.68	1.48	(0.80)
Debt ratio	(24.08)	1.91	(25.99)
Debtors Turnover ratio	0.21	0.92	(0.71)
Inventory Turnover ratio	NA	NA	NA
Interest Coverage ratio	NA	NA	NA
Operating Profit Margin	NA	NA	NA
Net Profit margin	(114.88)	(12.14)	(102.74)
Return on Network*	NA	NA	NA

\* Due to negative network the Return on Network cannot be calculated.

### Cautionary Statement

Statement in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include raw



material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other incidental factors

## EXTRACT OF ANNUAL RETURN:

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

The Annual Report is being sent to the Members of the Company in terms with the provision of Section 136 of the Companies Act, 2013. Members who are interested in obtaining these particulars may write to the Company Secretary at the Registered Office of the Company. The aforesaid Annexure is also available for inspection by Members at the Registered Office of the Company from 21 days before the 12<sup>th</sup> Annual General Meeting and up to the date of the ensuing Annual General Meeting during the business hours on working days.

## CORPORATE SOCIAL RESPONSIBILITY:

The company does not have net profits in any financial year as per Section 135 of the Companies Act, 2013. Hence the Company is not required to undertake any activity under CSR rules. The details are given in **Annexure V**.

## MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF COMPANY

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relates and the date of this Report.

## HUMAN RELATIONS AND INDUSTRIAL RELATIONS

Your Company firmly believes that employees are most valuable assets and Key players of business success and sustained growth. The Company continued to conduct various employee benefit, recreational and team building programs to enhance employee skills, motivation as also to foster team spirit.

## INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Internal Financial Controls are an integrated part of the risk Management process, addressing financial and financial reporting risks. The internal financial controls have been documented, digitized and embedded in the business processes.

Assurance on the effectiveness of the internal financial controls is obtained through management reviews, control self-assessment, continuous monitoring by functional expert as well as testing of the internal financial control system by the internal auditors during the course of their audit. We believe that these systems provide reasonable assurance that our internal financial controls are designed effectively and are operating as intended.

## VIGIL MECHANISM:

A "Vigil Mechanism Policy" for Directors and employees of the Company is constituted, to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on rising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, etc. The policy for Vigil Mechanism is also placed on the website of the company under <http://www.spsl.com/downloads/polices/Whistle%20Blower%20Policy.pdf>

## CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION:

The information on conservation of energy, technology and foreign exchange earnings and outgo as stipulated in Section 134(3)(m) of the Companies Act, 2013 and rules framed there under is enclosed in **Annexure VI**.

## GREEN INITIATIVE

Your Company has adopted green initiative to minimize the impact on the environment. The Company has been circulating the copy of the Annual Report in electronic format to all those members whose email addresses are available with the Company. Your Company appeals other Members also to register themselves for receiving Report in electronic form.

## RISK MANAGEMENT:

Your Company has an elaborate risk Management procedure and adopted a systematic approach to mitigate risk associated with accomplishment of objectives, operations, revenues and regulations. Your Company believes that this would ensure mitigating steps proactively and help to achieve stated objectives.

## GENERAL DISCLOSURE

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review or the same is not applicable to the company:



1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (sweat equity shares) to employees of the Company under ESOS.
3. Employee stock option scheme or provision of money for the purchase of its own shares by employees/ Directors or by trustees for the benefit of employees/Directors;
4. Buy Back of shares of the Company.
5. Issue of Bonus Shares by the Company.
6. Preferential allotment or qualified institutional placement during the financial year 2019-20.
7. Maintenance of Cost Records as per Rule 8 (5) (ix) of The Companies (Accounts) Rules, 2014 and Section 148(1) of Companies Act, 2013.
8. The details of deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013;
9. The names of companies which have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year;
10. Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and during the year under review, there were no cases filed thereunder.

#### COVID-19:

In the last Month of FY 2020, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activity. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees, and on minimizing disruption to services for all our customers.

#### DISCLOSURE REQUIREMENTS

As per Listing Regulation, the Corporate Governance Report with the Auditors' Certificate thereon, and the integrated Management Discussion and Analysis are attached, which forms part of this report.

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

#### ACKNOWLEDGEMENT:

The Board of Directors wishes to express its gratitude and record its sincere appreciation for the commitment and dedicated efforts put in by all the employees. Your Directors take this opportunity to express their grateful appreciation for the encouragement, cooperation and support received by the Company from the Central and State Government, local authorities, bankers, customers, suppliers and business associates. The directors are thankful to the shareholders for their continued support and the confidence reposed in the Company and its Management.

The Directors regret the loss of life due to COVID-19 pandemic and are deeply grateful and have immense respect for every person who risked their life and safety to fight this pandemic.

**By Order of the Board of Directors  
For SHREE PRECOATED STEELS LTD.**

**AMBALAL C.PATEL  
CHAIRMAN  
DIN: 00037870**

**Place : Mumbai  
Date: 27<sup>th</sup> July, 2020**

**CIN: L70109MH2007PLC174206**

#### Registered Office:

1, Ground Floor, New Link Road,  
Andheri (W), Mumbai - 400 053  
Email Id: investors.spsl@ajmera.com  
Website: www.spsl.com  
Tel.: +91-7208182677





**Annexure I**

**Details of Remuneration as per Section 197 (12) (1) of Companies Act, 2013:**

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

<b>Sr. No.</b>	<b>Name of Director</b>	<b>Ratio of remuneration to the Median remuneration of the employees</b>
1	Harsh L. Mehta	-57.46

- (II) The percentage increase in remuneration of each director, Chief Financial Officer and Company Secretary in the financial year 2019-2020:-

<b>S r. No.</b>	<b>Name of Director/KMP</b>	<b>% increase over last FY 2019-20</b>
1	Harsh L. Mehta	NIL
2	Harish G. Taparia *	NIL
3	Suresh N Pitale #	NIL
4	Akshay R. Sharma	NIL

\* upto 5<sup>th</sup> July 2019

# from 9<sup>th</sup> August 2019

- (III) The percentage increase in the median remuneration of employees in the financial year 2019-20 :- NIL
- (IV) The number of permanent employees on the rolls of company as on 31<sup>st</sup> March, 2020 :- 3
- (V) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :- NIL

It is hereby affirmed that the remuneration paid is as per the remuneration policy of the Company.

**Place: Mumbai**  
**Date: 27<sup>th</sup> July 2020**

**Mr. Ambalal C. Patel**  
**(Chairman)**  
**DIN: 00037870**





## Annexure II

Information as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

(I) The names of top ten employees in terms of remuneration drawn for FY 2019-20:

Sr. No.	Employee Name	Monthly Gross 2019-20	Total CTC 2019-20	Designation of Employees	Nature of Employment (Contractual or Otherwise)	Qualification and Experience	Date of commencement of employees	Age of the employee	Previous employer, if any	% of equity shares held by the employee as per clause (iii) of sub-rule (2) of Rule 5 (% of holding for self along with spouse and dependent children, if exceeding 2% of holding)	Whether the employee is a relative of any director or manager of the company and if so, name of such director or manager
1	Mr. Harsh L. Mehta	115,000	1,495,000	Managing Director	Otherwise	B.Sc., M.Sc.	5/24/2016	39	No	NA	No
2	Mr. Suresh N. Pitale	56,550	735,150	Chief Financial Officer	Otherwise	B.A	8/9/2019	49	Aryan Pesticide limited	NA	No
3	Mr. Harish G. Taparia*	153,410	460,230	Chief Financial Officer	Otherwise	B.com, CA	7/23/2015	36	No	NA	No
4	Mr. Akshay R. Sharma	41,300	536,900	Assistant Company Secretary	Otherwise	B.COM, CS	3/24/2017	25	No	NA	No

\* upto 5<sup>th</sup> July, 2019

- (II) Name of the employees who were employed throughout the FY 2019-20 and were in receipt of remuneration in FY 2019-20, in the aggregate, was not less than one crore and two lakh rupees :- As per the table given above
- (III) Name of the employees who were employed for a part of FY 2019-20 and were in receipt of remuneration in any part of FY 2019-20, in the aggregate, was not less than eight lakh and fifty thousand rupees per month :- N.A.
- (IV) Name of employees who were employed throughout the FY 2019-20 or part thereof, were in receipt of remuneration in excess of remuneration drawn by managing Director or Whole- Time Director or Manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company :- N.A.

**Mr. Ambalal C. Patel**  
**Chairman and Non- Executive Independent Director**  
**DIN: 00037870**



**Annexure III  
Form No. MR-3  
SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020**

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

The Members,

**SHREE PRECOATED STEELS LIMITED**

1, Ground Floor, Citi Mall, New Link Road,  
Andheri - West, Mumbai - 400053

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SHREE PRECOATED STEELS LIMITED (hereinafter called the "Company") for the audit period covering the financial year ended on 31<sup>st</sup> March, 2020. 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 company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2020, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company and made available to me at its Registered office for the financial year ended on 31<sup>st</sup> March 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;

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

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 (effective from 3<sup>rd</sup> October, 2018); and
- (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015

2. There were no actions/ events in pursuance of following Regulations of SEBI requiring compliance thereof by the Company during the period under review:

- (i) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (ii) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (iii) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (iv) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (v) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; and
- (vi) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client



3. Provisions of Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment & External Commercial Borrowings were not attracted during the year under review;
4. Based on the information provided and review of the Compliances Report of Managing Director taken on record by the Board of the Company and also relying on the representation made by the Company and its Officers, in my opinion adequate system and process exists in the company to monitor and ensure compliances with the provisions of general laws and there are no Laws and Regulations applicable specifically to the Company having regard to the sector/industry of the Company as identified and confirmed by the management.
5. I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards mentioned above and there are no material non-compliances that have come to my knowledge except non-compliance in respect of:

Regulation 34 (3) read with Schedule V of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 as details on "change in Return on Net-worth" in accordance with Schedule V is not incorporated in the Annual Report.

**I further report that** compliances of finance and tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory Auditors and other designated professionals.

**I further report that:**

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors took place during the period under review.

2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. As per the minutes of the meeting duly recorded and signed by the Chairman, the decisions of the Board were unanimous, and no dissenting views have been recorded.

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

**I further report that** during the year under review, following events/actions occurred which had a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above:

Upon the Scheme for reduction of share capital coming into effect, the paid up share capital of the Company stands at Rs.4,13,99,020 divided into 41,39,902 equity shares of Rs.10/- each. The listing approval for the post reduction share capital was received from BSE Limited on 15<sup>th</sup> January 2020.

**Haresh Sanghvi**  
**Practicing Company Secretary**  
**FCS No.: 2259/CoP No.: 3675**  
**UDIN: F002259B000498766**

**Place: Mumbai**

**Date: 24<sup>th</sup> July, 2020**

**Note:**

- (i) This report is to be read with our letter of even date which is annexed as **ANNEXURE-A**, which forms an integral part of this report.
- (ii) Due to ongoing COVID19 pandemic and consequent lock-down imposed, I could not verify the compliance documents physically for the period under review and the reliance has been placed on the scanned documents obtained through electronic mode.



## SHREE PRECOATED STEELS LIMITED

### ANNEXURE- A

The Members,

**SHREE PRECOATED STEELS LIMITED**

1, Ground Floor, Citi Mall, New Link Road,  
Andheri - West, Mumbai - 400053

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

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

**Place: Mumbai**  
**Date: 24<sup>th</sup> July, 2020**

**Haresh Sanghvi**  
**Practicing Company Secretary**  
**FCS No.: 2259/CoP No.: 3675**  
**UDIN: F002259B000498766**



**Secretarial Compliance Report of  
Shree Precoated Steels Limited  
(CIN: L70109MH2007PLC174206)  
for the year ended 31<sup>st</sup> March, 2020**

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019 for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**I, Haresh Sanghvi have examined:-**

- (a) the documents and records made available to me and explanation provided by Shree Precoated Steels Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to BSE Ltd.,
- (c) website of the listed entity,
- (d) other books, papers, minute books and other records maintained by the Company and produced before me for verification which has been relied upon to make this certification, for the year ended **31<sup>st</sup> March, 2020** ("Review Period") in respect of compliance with the provisions of:
  - (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The following Regulations prescribed under the SEBI Act, whose provisions and the circulars/ guidelines issued thereunder, have been examined:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR), 2015");
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- (d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and

- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

There were no actions/ events in pursuance of following Regulations prescribed under SEBI Act, requiring compliance thereof by the Company during the period under review:

- (a) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (b) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (c) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; and
- (e) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

and based on the above examination and verification of the documents and records produced before me and according to the information and explanations given to me by the Company, I hereby report that, during the Period under review:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

S r. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 34 (3) read with Schedule V of SEBI (LODR), 2015	Details on "change in Return on Net-worth" in accordance with Schedule V of SEBI (LODR), 2015 is not incorporated in the Annual Report	The required details were inadvertently missed out in the Annual Report for FY 18-19. However, the same is not significant since the Net- worth is negative and the Company has not carried out any business activity for the FY 18-19.



## SHREE PRECOATED STEELS LIMITED

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) No actions were taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Regulation 45 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 as the Name of the Company is not in line with the business activities carried out by the Company	Year ended 31 <sup>st</sup> March, 2019	The management informed that the suitable further action in this regard will be taken once the road map to revive the Company operations is finalized.	Since past couple of years, the company has no operations and no revenue has been generated. In view thereof the change of name is not permissible.

**Haresh Sanghvi**  
**Practicing Company Secretary**  
**FCS No.: 2259/CoP No.: 3675**  
**UDIN: F002259B000401911**

**Place: Mumbai**

**Date: 27<sup>th</sup> June, 2020**

**Note:** Due to ongoing COVID19 pandemic and consequent lock-down imposed, I could not verify the compliance documents physically for the period under review and the reliance has been placed on the scanned documents obtained through electronic mode.





**Annexure IV**  
**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**

As on financial year ended 31-03-2020  
[Pursuant to Section 92(3) of the Companies act, 2013 read with  
[The Companies (Management and Administration) Rules, 2014]

Notice

Director's Report

Corporate Governance  
Report

Financial Statements

**A. REGISTRATION AND OTHER DETAILS:**

<b>CIN:-</b>	L70109MH2007PLC174206
<b>Registration Date:</b>	17 <sup>th</sup> SEPTEMBER 2007
<b>Name of the Company:</b>	Shree Precoated Steels Limited
<b>Category / Sub-Category of the Company</b>	Company Limited by Shares and Indian Non Government Company
<b>Address of the Registered office and contact details:</b>	1, Ground Floor, Citi Mall, New Link Road, Andheri (W), Mumbai - 400053 Tel: +91 7208182677
<b>Whether listed company</b>	Listed
<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	Sharex Dynamic (India) Private Limited C 101, 247 Park, L B S Marg, Mumbai – 400083 Email : support@sharexindia.com Website : www.sharexindia.com Tel: +91 22 28515606/44

**B. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service% to total turnover of the company	% to total turnover of the company
a.	Real Estate Activities	6810 & 6820	NIL

**C. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name and address of the company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held
a	NA			



# SHREE PRECOATED STEELS LIMITED

## D. SHARE HOLDING PATTERN

### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 01-04-2019				No. of Shares held at the end of the year 31-03-2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. PROMOTER'S</b>									
<b>(1). INDIAN</b>									
(a). Individual	45540578	-	45540578	55.002	2277013	-	2277013	55.002	-
(b). Central Govt.	-	-	-	-	-	-	-	-	-
(c). State Govt(s).	-	-	-	-	-	-	-	-	-
(d). Bodies Corpp.	6534204	-	6534204	7.892	326709	-	326709	7.892	-
(e). FIINS / BANKS.	-	-	-	-	-	-	-	-	-
(f). Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1):-</b>	<b>52074782</b>	<b>-</b>	<b>52074782</b>	<b>62.894</b>	<b>2603722</b>	<b>-</b>	<b>2603722</b>	<b>62.894</b>	<b>-</b>
<b>(2). FOREIGN</b>	-	-	-	-	-	-	-	-	-
(a). Individual NRI / For Ind	-	-	-	-	-	-	-	-	-
(b). Other Individual	-	-	-	-	-	-	-	-	-
(c). Bodies Corporates	-	-	-	-	-	-	-	-	-
(d). Banks / FI	-	-	-	-	-	-	-	-	-
(e). Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
(f). Any Other Specify	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2):-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoter (A) = (A)(1) + (A)(2)</b>	<b>52074782</b>	<b>-</b>	<b>52074782</b>	<b>62.894</b>	<b>2603722</b>	<b>-</b>	<b>2603722</b>	<b>62.894</b>	<b>-</b>
<b>(B) (1). PUBLIC SHAREHOLDING</b>									
(a). Mutual Funds	504	-	504	0.001	25	-	25	0.001	-
(b). Banks / FI	268	-	268	0.000	12	-	12	0.000	-
(c). Central Govt.	-	-	-	-	-	-	-	-	-
(d). State Govt.	-	-	-	-	-	-	-	-	-
(e). Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f). Insurance Companies	-	-	-	-	-	-	-	-	-
(g). FIs	-	-	-	-	-	-	-	-	-
(h). Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i). Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>772</b>	<b>-</b>	<b>772</b>	<b>0.001</b>	<b>37</b>	<b>-</b>	<b>37</b>	<b>0.001</b>	<b>-</b>



Category of Shareholders	No. of Shares held at the beginning of the year 01-04-2019				No. of Shares held at the end of the year 31-03-2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>2. Non-Institutions</b>									
<b>(a). BODIES CORP.</b>									
(i). Indian	913595	854	914449	1.104	42501	35	42536	1.027	-0.077
(ii). Overseas	-	-	-	-	-	-	-	-	-
<b>(b). Individuals</b>									
(i) Individual shareholders holding nominal share capital upto ₹1 lakh	8566313	253240	8819553	10.652	737368	4685	742053	17.924	7.272
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	19848720	-	19848720	23.972	699251	-	699251	16.891	-7.081
<b>(c). Other (specify)</b>									
Non Resident Indians	1000670	4648	1005318	1.214	49374	211	49585	1.198	-0.016
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	134448	-	134448	0.162	2718	-	2718	0.066	-0.096
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - DR	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	<b>30463746</b>	<b>258742</b>	<b>30722488</b>	<b>37.104</b>	<b>1531212</b>	<b>4931</b>	<b>1536143</b>	<b>37.106</b>	<b>0.002</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>30464518</b>	<b>258742</b>	<b>30723260</b>	<b>37.105</b>	<b>1531249</b>	<b>4931</b>	<b>1536180</b>	<b>37.107</b>	<b>0.002</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>82539300</b>	<b>258742</b>	<b>82798042</b>	<b>100.00</b>	<b>4134971</b>	<b>4931</b>	<b>4139902</b>	<b>100.00</b>	<b>0.002</b>

ii) Shareholding of promoters

Sr. No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% changes in share holding during the year
		No. of Shares	% of total Shares of the company	% of shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of shares Pledged/ encumbered to total shares	
1	FAHRENHEIT FUN AND GAMES PRIVATE LIMITED	5833333	7.045	0	291666	7.045	0	0
2	VIMLABEN B AJMERA	3975361	4.801	0	198768	4.801	0	0



## SHREE PRECOATED STEELS LIMITED

Sr. No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% changes in share holding during the year
		No. of Shares	% of total Shares of the company	% of shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of shares Pledged/ encumbered to total shares	
3	CHHOTALAL S AJMERA	3433304	4.147	0	171665	4.147	0	0
4	RAJNIKANT S AJMERA	2351372	2.840	0	117568	2.840	0	0
5	RAJNIKANT S AJMERA . HUF	2111074	2.550	0	105553	2.550	0	0
6	SANJAY C AJMERA	1885225	2.277	0	94261	2.277	0	0
7	DHAVAL R AJMERA	1839910	2.222	0	91995	2.222	0	0
8	CHHOTALAL S AJMERA HUF	1773002	2.141	0	88650	2.141	0	0
9	MANOJ I AJMERA	1751655	2.116	0	87582	2.116	0	0
10	SHASHIKANT SHAMALJI AJMERA	1694152	2.046	0	84706	2.046	0	0
11	BHAVANA S AJMERA	1687404	2.038	0	84370	2.038	0	0
12	BHANUMATI CHHAGANLAL AJMERA	1195140	1.443	0	83730	2.023	0	0.579
13	KOKILABEN SHASHIKANT AJMERA	1651436	1.995	0	82571	1.995	0	0
14	BHARTI R AJMERA	1644615	1.986	0	82230	1.986	0	0
15	MAYUR S AJMERA	1496908	1.808	0	74845	1.808	0	0
16	MUMUKSHU A AJMERA	1496182	1.807	0	74809	1.807	0	0
17	PRACHI DHAVAL AJMERA	1412051	1.705	0	70602	1.705	0	0
18	ATUL C AJMERA	1251586	1.512	0	62579	1.512	0	0
19	SONALI A AJMERA	1200176	1.450	0	60008	1.450	0	0
20	RUSHI M AJMERA	1150940	1.390	0	57547	1.390	0	0
21	NATWARLAL S AJMERA	1104248	1.334	0	55212	1.334	0	0
22	HETAL S AJMERA	1059182	1.279	0	52959	1.279	0	0
23	RUPAL M AJMERA	1041838	1.258	0	52091	1.258	0	0
24	ISHWARLAL S AJMERA HUF	1037027	1.252	0	51851	1.252	0	0
25	HENALI JAYANT AJMERA	1002994	1.211	0	50149	1.211	0	0
26	CHARMI PARAS PAREKH	938940	1.134	0	46947	1.134	0	0



Sr. No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% changes in share holding during the year
		No. of Shares	% of total Shares of the company	% of shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of shares Pledged/encumbered to total shares	
27	JYOTIBEN N AJMERA	921713	1.113	0	46085	1.113	0	0
28	SANJAY C AJMERA HUF	906108	1.094	0	45305	1.094	0	0
29	AAGNA S AJMERA	836108	1.010	0	41805	1.010	0	0
30	ATUL C AJMERA HUF	776608	0.938	0	38830	0.938	0	0
31	RUSHABH INVESTMENT PRIVATE LIMITED	700000	0.845	0.845	35000	0.845	0.845	0
32	CHHAGANLAL S AJMERA	479461	0.579	0	0	0	0	-0.579
33	TANVI M AJMERA	311775	0.377	0	15588	0.377	0	0
34	AASHISH ATUL AJMERA	77777	0.094	0	3888	0.094	0	0
35	The Ishwarlal Shamalji Ajmera Trust Representative by MANOJ ISHWARLAL AJMERA	24844	0.03	0	1242	0.03	0	0
36	SONAL BIMAL MEHTA	9490	0.011	0	474	0.011	0	0
37	MEGHA S AJMERA	8043	0.01	0	402	0.01	0	0
38	BIMAL ANANTRAI MEHTA	2100	0.003	0	105	0.003	0	0
39	CHAITALI INVESTMENT PVT LTD	871	0.001	0	43	0.001	0	0
40	RITA MITUL MEHTA	805	0.001	0	40	0.001	0	0
41	HARSHADRAI MULJI SARVAIYA	24	0	0	1	0	0	0

iii) Change in Promoter's Shareholding(Please specify,if there is no change)

Sr. No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% of total Shares of the company
		No. of Shares at the beginning / end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. of shares	
1	FAHRENHEIT FUN AND GAMES PRIVATE LIMITED	5833333	7.045	01-04-2019				0



## SHREE PRECOATED STEELS LIMITED

Sr. No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% of total Shares of the company
		No. of Shares at the beginning / end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. of shares	
				31-12-2019	-5541667	Cap-Reduction	291666	7.045
	-Closing Balance			31-03-2020			291666	7.045
2	VIMLABEN B AJMERA	3975361	4.801	01-04-2019				
				31-12-2019	-3776593	Cap-Reduction	198768	4.801
	-Closing Balance			31-03-2020			198768	4.801
3	CHHOTALAL S AJMERA	3433304	4.147	01-04-2019				
				31-12-2019	-3261639	Cap-Reduction	171665	4.147
	-Closing Balance			31-03-2020			171665	4.147
4	RAJNIKANT S AJMERA	2351372	2.84	01-04-2019				
				31-12-2019	-2233804	Cap-Reduction	117568	2.84
	-Closing Balance			31-03-2020			117568	2.84
5	RAJNIKANT S AJMERA . HUF	2111074	2.55	01-04-2019				
				31-12-2019	-2005521	Cap-Reduction	105553	2.55
	-Closing Balance			31-03-2020			105553	2.55
6	SANJAY C AJMERA	1885225	2.277	01-04-2019				
				31-12-2019	-1790964	Cap-Reduction	94261	2.277
	-Closing Balance			31-03-2020			94261	2.277
7	DHAVAL R AJMERA	1839910	2.222	01-04-2019				
				31-12-2019	-1747915	Cap-Reduction	91995	2.222
	-Closing Balance			31-03-2020			91995	2.222
8	CHHOTALAL S AJMERA HUF	1773002	2.141	01-04-2019				
				31-12-2019	-1684352	Cap-Reduction	88650	2.141
	-Closing Balance			31-03-2020			88650	2.141
9	MANOJ I AJMERA	1751655	2.116	01-04-2019				
				31-12-2019	-1664073	Cap-Reduction	87582	2.116
	-Closing Balance			31-03-2020			87582	2.116
10	SHASHIKANT SHAMALJI AJMERA	1694152	2.046	01-04-2019				
				31-12-2019	-1609446	Cap-Reduction	84706	2.046
	-Closing Balance			31-03-2020			84706	2.046
11	BHAVANA S AJMERA	1687404	2.038	01-04-2019				
				31-12-2019	-1603034	Cap-Reduction	84370	2.038
	-Closing Balance			31-03-2020			84370	2.038





Sr. No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% of total Shares of the company
		No. of Shares at the beginning / end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. of shares	
12	BHANUMATI CHHAGANLAL AJMERA	1195140	1.443	01-04-2019				
				22-11-2019	479461	Recd on acct of Transmission	1674601	2.023
				31-12-2019	-1590871	Cap-Reduction	83730	2.023
	-Closing Balance			31-03-2020			83730	2.023
13	KOKILABEN SHASHIKANT AJMERA	1651436	1.995	01-04-2019				
				31-12-2019	-1568865	Cap-Reduction	82571	1.995
	-Closing Balance			31-03-2020			82571	1.995
14	BHARTI R AJMERA	1644615	1.986	01-04-2019				
				31-12-2019	-1562385	Cap-Reduction	82230	1.995
	-Closing Balance			31-03-2020			82230	1.995
15	MAYUR S AJMERA	1496908	1.808	01-04-2019				
				31-12-2019	-1422063	Cap-Reduction	74845	1.808
	-Closing Balance			31-03-2020			74845	1.808
16	MUMUKSHU A AJMERA	1496182	1.807	01-04-2019				
				31-12-2019	-1421373	Cap-Reduction	74809	1.807
	-Closing Balance			31-03-2020			74809	1.807
17	PRACHI DHAVAL AJMERA	1412051	1.705	01-04-2019				
				31-12-2019	-1341449	Cap-Reduction	70602	1.705
	-Closing Balance			31-03-2020			70602	1.705
18	ATUL C AJMERA	1251586	1.512	01-04-2019				
				31-12-2019	-1189007	Cap-Reduction	62579	1.512
	-Closing Balance			31-03-2020			62579	1.512
19	SONALI A AJMERA	1200176	1.45	01-04-2019				
				31-12-2019	-1140168	Cap-Reduction	60008	1.45
	-Closing Balance			31-03-2020			60008	1.45
20	RUSHI M AJMERA	1150940	1.39	01-04-2019				
				31-12-2019	-1093393	Cap-Reduction	57547	1.39
	-Closing Balance			31-03-2020			57547	1.39
21	NATWARLAL S AJMERA	1104248	1.334	01-04-2019				
				31-12-2019	-1049036	Cap-Reduction	55212	1.334
	-Closing Balance			31-03-2020			55212	1.334



## SHREE PRECOATED STEELS LIMITED

Sr. No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% of total Shares of the company
		No. of Shares at the beginning / end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. of shares	
22	HETAL S AJMERA	1059182	1.279	01-04-2019				
				31-12-2019	-1006223	Cap-Reduction	52959	1.279
	-Closing Balance			31-03-2020			52959	1.279
23	RUPAL M AJMERA	1041838	1.258	01-04-2019				
				31-12-2019	-989747	Cap-Reduction	52091	1.258
	-Closing Balance			31-03-2020			52091	1.258
24	ISHWARLAL S AJMERA HUF	1037027	1.252	01-04-2019				
				31-12-2019	-985176	Cap-Reduction	51851	1.252
	-Closing Balance			31-03-2020			51851	1.252
25	HENALI JAYANT AJMERA	1002994	1.211	01-04-2019				
				31-12-2019	-952845	Cap-Reduction	50149	1.211
	-Closing Balance			31-03-2020			50149	1.211
26	CHARMI PARAS PAREKH	938940	1.134	01-04-2019				
				31-12-2019	-891993	Cap-Reduction	46947	1.134
	-Closing Balance			31-03-2020			46947	1.134
27	JYOTIBEN N AJMERA	921713	1.113	01-04-2019				
				31-12-2019	-875628	Cap-Reduction	46085	1.113
	-Closing Balance			31-03-2020			46085	1.113
28	SANJAY C AJMERA HUF	906108	1.094	01-04-2019				
				31-12-2019	-860803	Cap-Reduction	45305	1.094
	-Closing Balance			31-03-2020			45305	1.094
29	AAGNA S AJMERA	836108	1.01	01-04-2019				
				31-12-2019	-794303	Cap-Reduction	41805	1.01
	-Closing Balance			31-03-2020			41805	1.01
30	ATUL C AJMERA HUF	776608	0.938	01-04-2019				
				31-12-2019	-737778	Cap-Reduction	38830	0.938
	-Closing Balance			31-03-2020			38830	0.938
31	RUSHABH INVESTMENT PRIVATE LIMITED	700000	0.845	01-04-2019				
				31-12-2019	-665000	Cap-Reduction	35000	0.845
	-Closing Balance			31-03-2020			35000	0.845
32	TANVI M AJMERA	311775	0.377	01-04-2019				
				31-12-2019	-296187	Cap-Reduction	15588	0.377
	-Closing Balance			31-03-2020			15588	0.377



Sr. No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% of total Shares of the company
		No. of Shares at the beginning / end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. of shares	
33	AASHISH ATUL AJMERA	77777	0.094	01-04-2019				
				31-12-2019	-73889	Cap-Reduction	3888	0.094
	-Closing Balance			31-03-2020			3888	0.094
34	The Ishwarlal Shamalji Ajmera Trust Representative by MANOJ ISHWARLAL AJMERA	24844	0.03	01-04-2019				
				31-12-2019	-23602	Cap-Reduction	1242	0.03
	-Closing Balance			31-03-2020			1242	0.03
35	SONAL BIMAL MEHTA	9490	0.011	01-04-2019				
				31-12-2019	-9016	Cap-Reduction	474	0.011
	-Closing Balance			31-03-2020			474	0.011
36	MEGHA S AJMERA	8043	0.01	01-04-2019				
				31-12-2019	-7641	Cap-Reduction	402	0.01
	-Closing Balance			31-03-2020			402	0.01
37	BIMAL ANANTRAI MEHTA	2100	0.003	01-04-2019				
				31-12-2019	-1995	Cap-Reduction	105	0.003
	-Closing Balance			31-03-2020			105	0.003
38	CHAITALI INVESTMENT PVT LTD	871	0.001	01-04-2019				
				31-12-2019	-828	Cap-Reduction	43	0.001
	-Closing Balance			31-03-2020			43	0.001
39	RITA MITUL MEHTA	805	0.001	01-04-2019				
				31-12-2019	-765	Cap-Reduction	40	0.001
	-Closing Balance			31-03-2020			40	0.001
40	HARSHADRAI MULJI SARVAIYA	24	0	01-04-2019				
				31-12-2019	-23	Cap-Reduction	1	0
	-Closing Balance			31-03-2020			1	0
41	CHHAGANLAL S AJMERA	479461	0.579	01-04-2019				
	-Closing Balance			22-11-2019	-479461	Tranfered on account of Transmission	0	0



## SHREE PRECOATED STEELS LIMITED

### iv) Shareholding pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs):

Sr. No	Name	No. of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. Of shares
1	SHAILESH B AJMERA	2224854	2.687	01-04-2019			
				31-12-2019	-2113612	Cap-Reduction	111242
	-Closing Balance			31-03-2020			111242
2	ASHWIN B AJMERA	2223072	2.685	01-04-2019			
				31-12-2019	-2111919	Cap-Reduction	111153
	-Closing Balance			31-03-2020			111153
3	BANDISH B AJMERA	2216436	2.677	01-04-2019			
				31-12-2019	-2105615	Cap-Reduction	110821
	-Closing Balance			31-03-2020			110821
4	NIMISH S AJMERA	1711022	2.067	01-04-2019			
				31-12-2019	-1625471	Cap-Reduction	85551
	-Closing Balance			31-03-2020			85551
5	TWISHAL N AJMERA	974625	1.177	01-04-2019			
				31-12-2019	-925894	Cap-Reduction	48731
	-Closing Balance			31-03-2020			48731
6	NIMISH S AJMERA . HUF	883127	1.067	01-04-2019			
				31-12-2019	-838971	Cap-Reduction	44156
	-Closing Balance			31-03-2020			44156
7	MANOJKUMAR BRAHMBHATT	651636	0.787	01-04-2019			
				31-12-2019	-619055	Cap-Reduction	32581
	-Closing Balance			31-03-2020			32581
8	SHASHIKANT S AJMERA HUF	598416	0.723	01-04-2019			
				31-12-2019	-568496	Cap-Reduction	29920
	-Closing Balance			31-03-2020			29920
9	CHHAGANLAL S AJMERA HUF	525279	0.634	01-04-2019			
				31-12-2019	-499016	Cap-Reduction	26263
	-Closing Balance			31-03-2020			26263
10	NATWARLAL S AJMERA HUF	483012	0.583	01-04-2019			
				31-12-2019	-458862	Cap-Reduction	24150
	-Closing Balance			31-03-2020			24150
11	ANIL KUMAR MISRA	627386	0.758	01-04-2019			
				05-04-2019	-200000	Sold	427386
				20-09-2019	-41448	Sold	385938
				31-12-2019	-366642	Cap-Reduction	19296
	-Closing Balance			31-03-2020			19296



## v. Shareholding of Directors and Key Managerial Personnel:

Sr. No	Name	Shareholding at the beginning of the year			Cumulative Shareholding at the end of the year			% of total Shares of the company
		No. of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. Of shares	
1	Harsh L Mehta	0	0	01-04-2019	-			
	-Closing Balance			31-03-2020		No Change	0	0
2	Ambalal C Patel	4	0	01-04-2019				
				31-12-2019	-4	Cap-Reduction		
	-Closing Balance			31-03-2020			0	0
3	Aarti M Ramani	0	0	01-04-2019	-			
	-Closing Balance			31-03-2020		No Change	0	0
4	Nilesh Sarvaiya			01-04-2019				
	-Closing Balance	0	0	31-03-2020	-	No Change	0	0
5	Haresh Taparia	0	0	01-04-2019	-			
	-Closing Balance			05-07-2019		No Change	0	0
6	Suresh N Pitale	0	0	09-08-2019	-			
	-Closing Balance			31-03-2020		No Change	0	0
7	Akshay Sharma	0	0	01-04-2019	-			
	-Closing Balance			31-03-2020		No Change	0	0

## vi. Indebtedness:

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

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



## SHREE PRECOATED STEELS LIMITED

### vii. Remuneration of Directors and Key Managerial Personnel:

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

(In ₹)

Sr. no.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Mr. Harsh L. Mehta (Managing Director)	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,495,000	1,495,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(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	-	-
	- others, specify...	-	-
5	Others, please specify	-	-
	<b>Total (A)</b>	<b>1,495,000</b>	<b>1,495,000</b>
	Ceiling as per the Act	Within the limit as approved by the shareholders	

#### B. Remuneration to other directors:

(In ₹)

Sr. No.	Particulars of Remuneration	Name of Directors Manager		Total Amount
		Mr. Ambalal C. Patel	Mrs. Aarti M. Ramani	
1	<b>Independent Directors</b>			
	• Fee for attending board / committee meetings	60,000.00	50,000.00	110,000.00
	• Commission	-	-	-
	• Others, please specify	-	-	-
	<b>Total (1)</b>	<b>60,000.00</b>	<b>50,000.00</b>	<b>110,000.00</b>
2	<b>Other Non-Executive Directors</b>	<b>Mr. Nilesh H Sarvaiya</b>		
	• Fee for attending board / committee meetings		50,000.00	50,000.00
	• Commission		-	-
	• Others, please specify		-	-
	<b>Total (2)</b>		<b>50,000.00</b>	<b>50,000.00</b>
	<b>Total (B) = (1 + 2)</b>			<b>160,000.00</b>
	<b>Total Managerial Remuneration (A + B)</b>			<b>1,655,000.00</b>
	Overall Ceiling as per the Act	NA		




**C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD**

(In ₹)

Sr No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Harish Taparia (CFO)*	Suresh Pitale (CFO)#	Akshay Sharma (CS)	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	460,230.00	494,334.00	536,884.00	14,91,448.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(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 -others, specify...	-	-	-	-
	Others, please specify	-	-	-	-
	<b>Total</b>	<b>460,230.00</b>	<b>494,334.00</b>	<b>536,884.00</b>	<b>14,91,448.00</b>

\* upto 5<sup>th</sup> July 2019# from 9<sup>th</sup> August 2019
**viii. Penalties / Punishment/ Compounding of Offences:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT/ COURT]	Authority [RD / NCLT/ COURT]
Penalty	NA				
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

Notice

Director's Report

Corporate Governance Report

Financial Statements



**Annexure V**

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

[As per Section 135 of the Companies Act, 2013 and Companies  
(Corporate Social Responsibility) Rules, 2014]

1	A brief outline of the Company's CSR Policy, including overview of the projects or programs proposed to be undertaken and a reference to the web- link to the CSR Policy and projects or programs	The company does not come under any of the three criteria mentioned in Section 135 of the Companies Act, 2013, the Company is not required to spend any amount towards CSR
2	The Composition of the CSR Committee	Not Required
3	Average net Profits for last three years (In Lakhs)	NA
4	Prescribed CSR Expenditure (two per cent. of the amount as in item 3 above) (Amount in lakhs)	(24.84)
5	Details of CSR spent during the Financial year	N.A
a.	Total amount spent for the financial year	N.A
b.	Amount unspent,if any	N.A.

For **SHREE PRECOATED STEELS LIMITED**

**Place: Mumbai**  
**Date: 27<sup>th</sup> July, 2020**

**AMBALAL C.PATEL**  
**CHAIRMAN**  
**DIN: 00037870**



## ANNEXURE-VI

Statement of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo pursuant to provisions of section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014:

### (A) CONSERVATION OF ENERGY

- 1) Steps taken or impact on conservation of energy: NA
- 2) Steps taken for utilization of alternate sources of energy: NA
- 3) Capital Investment on energy conservation equipments: NIL

### (B) TECHNOLOGY ABSORPTION

Forms of Disclosure of particulars in respect of absorption of technology, research and development

#### (a) Research and Development (R&D)

Specific areas in which R&D is being carried out by the Company	NA
Benefits derived as a result of above	NA
Future Plan	NA
Expenditure	NA

- |   |   |                |
|---|---|----------------|
| 1) Efforts made towards technology absorption         | : | Not Applicable |
| 2) Benefits derived                                   | : | Not Applicable |
| 3) Details of technology imported in last three years | : | Not Applicable |
| 4) The Expenditure incurred on Research & Development | : | Not Applicable |

#### b) Technology Absorption, Adaption & Innovation

Efforts in brief towards Technology Absorption, adaptation and Innovation	NA
Benefits derived as a result of above effort e.g. product improvement, cost reduction, product development, etc	NA
In case of imported technology	NA

### (C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars		Current Year (₹ In Lakhs)	Previous Year (₹ In Lakhs)
Total Foreign exchange inflow and outflow	Inflow	NIL	NIL
	Outflow	NIL	NIL
<b>Total</b>		<b>NIL</b>	<b>NIL</b>

For SHREE PRECOATED STEELS LIMITED

Place: Mumbai  
Date: 27<sup>th</sup> July, 2020

AMBALAL C.PATEL  
CHAIRMAN  
DIN: 00037870



## CORPORATE GOVERNANCE REPORT

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

Corporate governance is a concept, rather than an individual instrument. It is the system of rules, practices and processes by which a firm is directed and controlled. Corporate governance essentially involves balancing the interests of a company's many stakeholders, such as shareholders, management, customers, suppliers, financiers, government and the community. Since corporate governance also provides the framework for attaining a company's objectives, it encompasses practically every sphere of management, from action plans and internal controls to performance measurement and corporate disclosure. The Company is committed to exercise the overall responsibilities rigorously and diligently throughout the organisation, managing its affairs in a manner consistent with the highest principles of business ethics, and exceeding the corporate governance requirements. The Company believes that sound corporate governance mechanism is critical to retain and enhance stakeholder's trust. The Company's corporate governance philosophy aims at ensuring, among others, the accountability of Board of Directors and uniformity in its decisions towards all its stakeholders: viz. customers, employees, shareholders.

The Company is in compliance with the requirements stipulated under Regulations 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

### 2. BOARD OF DIRECTORS

- a. As on March 31, 2020, the Company has Four Directors, of the Four Directors, Three (i.e. 75%) are Non-Executive Directors out of which two (i.e. 50%) are Independent Directors. The Chairman of the Board is a Non-Executive Independent Director. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013(hereinafter referred as "Act").
- b. None of the Directors on the Board hold 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 or she is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2020 have been made by the Directors. None of the Directors are related to each other.
- c. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.
- d. Six Board Meetings were held during the year and the gap between two meetings did not exceed one hundred and twenty days. The said meetings were held on: 17<sup>th</sup> May, 2019; 09<sup>th</sup> August, 2019; 17<sup>th</sup> October, 2019; 24<sup>th</sup> October, 2019; 7<sup>th</sup> November, 2019 and 6<sup>th</sup> February, 2020.

The necessary quorum was present for all the meetings.

- d. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and at the last Annual General Meeting (AGM), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships/ Memberships held by them in other public limited companies as on March 31, 2020 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act. 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 / she is a Director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations

Sr No	Name of Directors	Category	No. of Board Meeting Attended	Whether attended Last AGM	Directorship in other Companies	Directorship in other Public Company*	Position on committees of board of other Indian Company as		Directorship in other listed entity (Category of Directorship)
							Chairman	Member	
1	Mr. Ambalal C. Patel DIN-00037870	Non-Executive Independent Director	6	Yes	-	5	1	4	1. Ajmera Realty & Infra India Ltd- (Non-Executive Independent Director) 2. Jindal Hotels Ltd- (Non-Executive - Independent Director- Chairperson) 3. S.A.L. Steel Ltd- (Non-Executive - Independent Director) 4. Sumeru Industries Ltd- (Independent Director)
2	Mrs. Aarti M. Ramani DIN-06941013	Independent Women Director	5	Yes	-	2	3	1	1. Ajmera Realty & Infra India Ltd- (Non-Executive Women Independent Director)
3	Mr. Nilesh H. Sarvaiya DIN-00799636	Non-Executive Professional Director	5	Yes	2	3	-	2	NA
4	Mr. Harsh L. Mehta DIN-01738989	Executive Director	6	Yes	4	2	-	1	NA

\* including this Listed Public Company.

- During the year 2019-20, information as mentioned in Part A of Schedule II of the SEBI Listing Regulations, has been placed before the Board for its consideration.
- During the year 2019-20, one meeting of the Independent Directors were held on March 13, 2020. The Independent Directors, inter-alia, have reviewed the performance of Non-Independent Directors, Chairman of the Company and the Board as a whole.
- The Board periodically reviews the compliance reports of all laws applicable to the Company.
- Details of equity shares of the Company held by the Directors as on March 31, 2020 are given below:



## SHREE PRECOATED STEELS LIMITED

Name of Director	Designation	No. of Equity Shares
Mr. Ambalal C. Patel	Non-Executive Independent Director (Chairman)	NIL
Mr. Nilesh H. Sarvaiya	Non-Executive Professional Director	NIL
Mr. Harsh L. Mehta	Managing Director	NIL
Mrs. Aarti M. Ramani	Non-Executive Independent Director	NIL

- j The Board has identified the following skills/expertise/ competencies fundamental for the effective Functioning of the Company which are currently available with the Board

<b>Financial Management and Accounting:</b>	Expertise in understanding and management of complex financial functions and processes, deep knowledge of accounting and finance for financial health of the Company.
<b>Knowledge and expertise of Trade and Economic Policies</b>	Possessing knowledge and expertise of various trade and economic policies, ability to analyse their impact on the business of the Company and devise revised strategies.
<b>Corporate governance</b>	Experience in developing and implementing good corporate governance practices, maintaining board and management accountability, managing stakeholders' interests and Company's responsibilities towards customers, employees, suppliers, regulatory bodies and the communities in which it operates. Experience in boards and committees of other large companies.
<b>Functional and managerial experience</b>	Knowledge and skills in accounting and finance, business judgment, general management practices and processes, crisis response and management, industry knowledge, macro-economic perspectives, human resources, labour laws, international markets, sales and marketing, and risk management.
<b>Wide management and leadership experience</b>	Strong management and leadership experience, including in areas of business development, strategic planning and mergers and acquisitions, ideally with major public companies with successful multinational operations in technology, manufacturing, banking, investments and finance, international business, scientific research and development, senior level government experience and academic administration.
<b>Information Technology</b>	Expertise or experience in information technology business, technology consulting and operations, emerging areas of technology such as digital, cloud and cyber security, intellectual property in information technology domain, and knowledge of technology trends.
<b>Diversity</b>	Diversity of thought, experience, knowledge, perspective, gender and culture brought to the Board by individual members. Varied mix of strategic perspectives, geographical focus with knowledge and understanding of key geographies.

- k. Matrix highlighting core skills/expertise/competencies of the Board of Directors:

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





Core Skill /expertise/ competencies	Mr. Ambalal C Patel	Mrs. Aarti M Ramani	Mr. Harsh L. Mehta	Mr. Nilesh H. Sarvaiya
Financial Management and Accounting	✓	✓	✓	✓
Knowledge and expertise of Trade and Economic Policies	✓	✓	✓	✓
Corporate governance	✓	✓	✓	✓
Functional and managerial experience *	✓	✓	-	✓
Wide management and leadership experience *	✓	✓	✓	-
Information technology	✓	✓	✓	✓
Diversity	✓	✓	✓	✓

\*These skills/competencies are broad-based, encompassing several areas of expertise/experience. Each Director may possess varied combinations of skills/experience within the described set of parameters, and it is not necessary that all Directors possess all skills/ experience listed therein.

I. Certification from Company Secretary in Practice

Haresh Sanghvi, Practicing Company Secretary, has issued a certificate as required under the SEBI Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this section as **Annexure A**

m. CEO & MD and his responsibilities:

Mr. Harsh L. Mehta is the Managing Director (MD) of the Company.

The MD is responsible for executing corporate strategy in consultation with the Board, brand equity, planning, external contacts and all matters related to the management of the Company. He is also responsible for achieving annual and long term business targets, maintaining awareness of both external and internal competitive landscape, opportunities for expansion, customers, markets, new industry developments and standards, acquisitions for enhancing shareholder value, implementing the organizations vision, mission and overall direction.

The MD acts as link between the Board and the Management and is also responsible for leading and evaluating work of other executive leaders including CFO and Finance as per the organizations structure.



## 3. COMMITTEE OF THE BOARD

A. There are 3 Statutory Committee & 2 other Committee that have been formed considering the needs of the Company and best practices in Corporate Governance, details of which are as follows:

Name of the Committee	Extract of Terms of Reference	Category & composition		Other details
Audit Committee	<p>Committee is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations and Section 177 of the Act</p> <ul style="list-style-type: none"> <li>Oversight of financial reporting process.</li> <li>Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval.</li> <li>Evaluation of internal financial controls and risk management systems.</li> <li>Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.</li> <li>Approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the same.</li> <li>Carrying out any other function as may be assigned to the committee by the board from time to time.</li> </ul>	<b>Name</b>	<b>Category</b>	<ul style="list-style-type: none"> <li>Five meetings of the Audit Committee were held during the year and the gap between two meetings did not exceed one hundred and twenty days.</li> <li>Committee invites such of the executives particularly the head of the finance function, representatives of the statutory auditors and internal auditors, as it considers appropriate, to be Present at its meetings.</li> <li>The Company Secretary acts as the Secretary to the Audit Committee.</li> <li>The previous AGM of the company was held on December 20, 2019 and was attended by all the members of the Audit Committee.</li> </ul>
		Mrs. Aarti M. Ramani (Chairman)	Independent Director	
		Mr. Ambalal C. Patel	Independent Director	
		Mr. Nilesh H. Sarvaiya	Non-Executive Professional Director	



Nomination and Remuneration Committee	<p>Committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations and Section 178 of the Act.</p> <ul style="list-style-type: none"><li>Recommend to the Board its composition and the set up and composition of the committees.</li><li>Recommend to the Board the appointment/ re-appointment of Directors and Key Managerial Personnel.</li><li>Carry out evaluation of every director's performance and support the Board and Independent Directors in evaluation of the performance of the Board, its committees and individual directors.</li><li>Recommend to the Board the Remuneration Policy for directors, Key Managerial Personnel, as well as the rest of employees.</li><li>Oversee familiarization programmes for directors.</li></ul>	<table><tr><th>Name</th><th>Category</th></tr><tr><td>Mrs. Aarti M. Ramani (Chairman)</td><td>Independent Director</td></tr><tr><td>Mr. Ambalal C. Patel</td><td>Independent Director</td></tr><tr><td>Mr. Nilesh H. Sarvaiya</td><td>Non-Executive Professional Director</td></tr></table>	Name	Category	Mrs. Aarti M. Ramani (Chairman)	Independent Director	Mr. Ambalal C. Patel	Independent Director	Mr. Nilesh H. Sarvaiya	Non-Executive Professional Director	<ul style="list-style-type: none"><li>One Nomination and Remuneration Committee meetings were held during the year.</li><li>The Company does not have any Employee Stock Option Scheme.</li><li>Details of Performance Evaluation Criteria and Remuneration Policy are provided in this report.</li></ul>
Name	Category										
Mrs. Aarti M. Ramani (Chairman)	Independent Director										
Mr. Ambalal C. Patel	Independent Director										
Mr. Nilesh H. Sarvaiya	Non-Executive Professional Director										
Stakeholders Relationship Committee	<p>Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations and Section 178 of the Act.</p> <ul style="list-style-type: none"><li>Consider and resolve the grievances of security holders.</li><li>Consider and approve issue of share certificates, transfer and transmission of securities, etc.</li></ul>	<table><tr><th>Name</th><th>Category</th></tr><tr><td>Mrs. Aarti M. Ramani (Chairman)*</td><td>Independent Director</td></tr><tr><td>Mr. Harsh L. Mehta</td><td>Managing Director</td></tr><tr><td>Mr. Nilesh H. Sarvaiya</td><td>Non- Executive Professional Director</td></tr></table> <p>*appointed w.e.f 1<sup>st</sup> April, 2019</p>	Name	Category	Mrs. Aarti M. Ramani (Chairman)*	Independent Director	Mr. Harsh L. Mehta	Managing Director	Mr. Nilesh H. Sarvaiya	Non- Executive Professional Director	<ul style="list-style-type: none"><li>Four meeting of the Stakeholders' Relationship Committee was held during the year.</li><li>The Stakeholders Relationship Committee reviews and ensures the existence of proper system for timely resolution of grievance of the security holders of the company including complaints related to transfer of Shares, non receipt of Balance Sheet etc.</li><li>Details of investor complaints and the Compliance Officer are provided in this report.</li></ul>
Name	Category										
Mrs. Aarti M. Ramani (Chairman)*	Independent Director										
Mr. Harsh L. Mehta	Managing Director										
Mr. Nilesh H. Sarvaiya	Non- Executive Professional Director										



Committee of Independent Director	i.	Reviewing the performance of non-independent directors and the Board as a whole;	<table><tr><th>Name</th><th>Category</th></tr><tr><td>Mrs. Aarti M. Ramani (Chairman)</td><td>Independent Director</td></tr><tr><td>Mr. Ambalal C. Patel</td><td>Independent Director</td></tr></table>	Name	Category	Mrs. Aarti M. Ramani (Chairman)	Independent Director	Mr. Ambalal C. Patel	Independent Director	<ul style="list-style-type: none"><li>One (1) meeting of Independent Directors was held on 13<sup>th</sup> March, 2020.</li></ul>
	Name	Category								
	Mrs. Aarti M. Ramani (Chairman)	Independent Director								
	Mr. Ambalal C. Patel	Independent Director								
	ii.	Reviewing the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;								
iii.	Assessing the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties;									
iv.	Submitting its report as above to Nomination & Remuneration Committee and the Board of Directors, as the case may be;									
v.	Performing such other roles as may be prescribed by the Companies Act, 2013, Listing Regulations, SEBI Regulations, Banking Regulation Act, 1949 and the Circulars/ Regulations issued by the Regulatory Authorities from time to time.									

Allotment Committee	i.	The purpose Allotment Committee is to issue and allot all kind of securities that may be issued by the Company, from time to time subject to the provisions of the Companies Act, 2013 and subject to the Memorandum and Articles of Association of the Company.	<table><tr><th>Name</th><th>Category</th></tr><tr><td>Mr. Ambalal C. Patel</td><td>Independent Director</td></tr><tr><td>Mr. Nilesh H. Sarvaiya</td><td>Non-Executive Professional Director</td></tr><tr><td>Mr. Harsh L. Mehta</td><td>Managing Director</td></tr></table>	Name	Category	Mr. Ambalal C. Patel	Independent Director	Mr. Nilesh H. Sarvaiya	Non-Executive Professional Director	Mr. Harsh L. Mehta	Managing Director	One meeting has held on 7 <sup>th</sup> November, 2019
	Name	Category										
	Mr. Ambalal C. Patel	Independent Director										
	Mr. Nilesh H. Sarvaiya	Non-Executive Professional Director										
	Mr. Harsh L. Mehta	Managing Director										
ii.	The Committee is also empowered to issue share certificates to the shareholders of the Company and to settle any question, difficulty or doubts of the shareholders that may arise in regard to the issue and allotment of shares											



## B. Stakeholders' Relationship Committee – other details:

### i. Name, designation and address of Compliance Officer:

Mr. Akshay R. Sharma,  
Company Secretary & Compliance Officer can be contacted at:-  
Shree Precoated Steels Limited  
1, Ground Floor, Citi Mall, New Link Road  
Andheri (W) Mumbai: 400053  
Tel: +91 7208182677  
Email: spsl.investors@gmail.com

### ii. Details of investor complaints received and redressed during the year 2019-20 are as follows:

Opening Balance	Received during the year	Resolved during the Year	Closing Balance
2	4	6	0

## C. Nomination and Remuneration Committee – other details:

### Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors are determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behavior and judgment.

### Remuneration Policy:

Remuneration policy of the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. Our business model promotes customer centricity and requires employee mobility to address project needs. The remuneration policy supports such mobility through pay models that are compliant to local regulations.

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) to its Managing Director. Annual increments are recommended by the Nomination and Remuneration Committee within the salary scale approved by the Board and Members and are effective April 1, each year.

The Company pays sitting fees of Rs. 5,000/- per meeting to its Non-Executive Directors for attending meetings of the Board and meetings of committees of the Board. The Company also reimburses the out-of-pocket expenses incurred by the Directors for attending the meetings. The Remuneration policy is available on <http://www.spsl.com/downloads/polices/Nomination%20&%20Remuneration%20policy.pdf>

## D. Details of the Remuneration paid for the year ended March 31, 2020:

Sr. No.	Name of the Director	Remuneration	Sitting Fees	Perquisites	Bonus	Total
1	Mr. Ambalal C.Patel	NA	60,000	-	-	60,000
2	Mrs. Aarti Ramani	NA	50,000	-	-	50,000
3	Mr. Nilesh Sarvaiya	NA	50,000	-	-	50,000
4	Mr. Harsh L. Mehta	13,80,000	NA	-	1,15,000	14,95,000



## E. Numbers of Meeting held and Attendance records

	Audit Committee	Nomination and Remuneration Committee	Stakeholders' Relationship Committee	Allotment Committee
<b>No. of Meeting</b>	5	2	4	1
<b>Dates of meeting</b>	17 <sup>th</sup> May, 2019; 09 <sup>th</sup> August, 2019; 24 <sup>th</sup> October, 2019; 07 <sup>th</sup> November, 2019; 06 <sup>th</sup> February, 2020.	08 <sup>th</sup> July, 2019; 06 <sup>th</sup> February, 2020	20 <sup>th</sup> May, 2019; 08 <sup>th</sup> July, 2019; 08 <sup>th</sup> October, 2019; 08 <sup>th</sup> January, 2020	07 <sup>th</sup> November, 2019
<b>No. of Meetings Attended</b>				
<b>Name of Member</b>				
Mr. Ambalal C. Patel	5	2	-	1
Mr. Nilesh H. Sarvaiya	5	2	4	1
Mr. Harsh L. Mehta	5	-	4	1
Mrs. Aarti M. Ramani	5	2	4	-
Whether quorum was present for all the meetings	The necessary quorum was present for all the above committee meetings			

## 4. GENERAL BODY MEETINGS:

### A. Annual General Meeting of the earlier three years:

Details of Annual General Meetings (AGM) are as under:-

Financial Year	Details of day, date, time and venue	Summary of Special Resolutions passed
2018-19	11 <sup>th</sup> AGM was conducted on Friday, 20 <sup>th</sup> December, 2019 at 04:00 PM at 3 <sup>rd</sup> Floor Citi Mall, New Link Road Andheri (W) Mumbai: 400 053	<ol style="list-style-type: none"> <li>1. Re-appointment of Mr. Ambalal C. Patel (DIN: 00037870) as an Independent Director (Category : Non-Executive) of the Company for the second term of five (5) consecutive years.</li> <li>2. Re-appointment of Mrs. Aarti M. Ramani (DIN: 06941013) as an Independent Women Director (Category: Non-Executive) of the Company for the second term of five (5) consecutive years.</li> <li>3. Revision in terms of remuneration of Mr. Harsh L Mehta, (DIN: 01738989) Managing Director of the Company.</li> </ol>





2017-18	10 <sup>th</sup> AGM was conducted on Friday, 21 <sup>st</sup> September, 2018 at 11:00 a.m. at Activity Hall, Gr. Floor, Juhu Vile Parle Gymkhana Club, JVPD Scheme, Vile Parle (W), Mumbai - 400 049	1. Reduction Of Reserves & Surplus and Share Capital of the Company. 2. Approval for continuation of holding office of Non Executive - Independent Directorship - Mr. Ambalal C Patel
2016-17	9 <sup>th</sup> AGM was conducted on Friday, 29 <sup>th</sup> September, 2017 at 11:00 a.m. at Activity Hall, Gr. Floor, Juhu Vile Parle Gymkhana Club, JVPD Scheme, Vile Parle (W), Mumbai - 400 049	No special resolutions passed by the Company's Shareholders in Annual General Meeting..

**B. Extraordinary General Meeting:**

No extraordinary general meeting of the members was held during FY 2020.

**C. Postal Ballot:-**

For the year ended March 31, 2020 there have been no ordinary or special resolutions passed by the Company's Shareholders through postal ballot.

- D.** M/S. Manesh Mehta & Associates (Firm Registration No. 115832W) have been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees is given below:-

Particulars	Amount (in Lakhs)
Audit Fees	0.50

**5. OTHER DISCLOSURES:**

Particulars	Legal Requirement	Details	Website Link for details/policy
Familiarization Programme for Independent Directors	Regulations 25(7) and 46 of SEBI Listing Regulations	Details of familiarization programme imparted to Independent Directors are available on the Company's website.	<a href="http://spsl.com/downloads/familiarisation-of-ID-of-SPSL.pdf">http://spsl.com/downloads/familiarisation-of-ID-of-SPSL.pdf</a>
Terms of Appointment of Independent Directors	Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV of the Act	Terms and conditions of appointment of Independent Directors are available on the Company's website.	<a href="http://spsl.com/downloads/policies/Draft-letter-containing-terms-and-conditions-of-ID.pdf">http://spsl.com/downloads/policies/Draft-letter-containing-terms-and-conditions-of-ID.pdf</a>



Code of Conduct	Regulation 17 of SEBI Listing Regulations	The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2020. The Annual Report of the Company contains a certificate by the Managing Director, on the compliance declarations received from Independent Directors, Non-	<a href="http://spsl.com/downloads/polices/Code-of-Conduct.pdf">http://spsl.com/downloads/polices/Code-of-Conduct.pdf</a>
Reconciliation of Share Capital Audit Report	Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and SEBI Circular No D&CC / FITTC/ Cir- 16/2002 dated December 31, 2002.	A qualified Practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.	<a href="http://spsl.com/stock-exchange-intimation.php">http://spsl.com/stock-exchange-intimation.php</a>
Policy on archival and preservation of documents	Regulation 9 of SEBI Listing Regulations	The Company has adopted a policy on archival and preservation of documents.	<a href="http://spsl.com/downloads/polices/archival-policy-">http://spsl.com/downloads/polices/archival-policy-</a>
Policy on determination of materiality for disclosures	Regulation 30 of SEBI Listing Regulations	The Company has adopted a policy on determination of materiality for disclosures.	<a href="http://spsl.com/downloads/polices/basis-of-materiality-for-disclosure-to-stk-exchanges-spsl.pdf">http://spsl.com/downloads/polices/basis-of-materiality-for-disclosure-to-stk-exchanges-spsl.pdf</a>
Whistle Blower Policy and Vigil Mechanism	Regulation 22 of SEBI Listing Regulations	The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behavior. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company.	<a href="http://spsl.com/downloads/polices/whistle-blower-policy-spsl.pdf">http://spsl.com/downloads/polices/whistle-blower-policy-spsl.pdf</a>



Details of Non-Compliance by the Company, penalty, strictures imposed on the Company by the stock exchange, or Securities and Exchange Board of India ('SEBI') or any statutory authority on any matter related to capital markets	Schedule V(C) 10(b) to the SEBI Listing Regulations	NIL	-
Related party transactions	Regulation 23 of SEBI Listing Regulations and as defined under the Act	There are no material related party transactions during the year. The Board's approved policy for related party transactions is uploaded on the website of the Company.	<a href="http://spsl.com/downloads/policies/RPT_POLICY-spsl.pdf">http://spsl.com/downloads/policies/RPT_POLICY-spsl.pdf</a>
Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2018	-	The Company has not have any women/Female employee during the financial year 2019-20. Hence the requirement is not applicable	-

## 6. MEANS OF COMMUNICATION:

### i. Financial results

The Company has regularly furnished quarterly, half-yearly and yearly financial results of the Company, through electronic filing systems to the stock exchange where the shares of the Company are listed within Thirty (30) minutes (as applicable under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015), from conclusion of the Board meeting.

Quarterly, half yearly and Annual financial results are also published in English, in '**Financial Express**' and other regional (Marathi) newspaper, in '**Mumbai Lakshadeep**

### ii. Website

General Information on the company, official news releases and presentations to analysts & institutional investors are also posted on the company's website.

The Company's website **www.spsl.com** contains a separate dedicated section 'Investor Relations' where shareholders information is available. The Annual Report of the Company is also available on the website in a user friendly and downloadable form.



# SHREE PRECOATED STEELS LIMITED

## 7. GENERAL SHAREHOLDER'S INFORMATION:

### 7.1 Annual General Meeting:

Day & Date : Wednesday, 30<sup>th</sup> September, 2020

Time : 11:00 A.M.

Venues : The Company is conducting meeting through VC / OAVM pursuant to the MCA Circular dated May 5, 2020. For details please refer to the Notice of this AGM.

As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2, particulars of Directors seeking re-appointment at this AGM are given in the Annexure to the Notice of this AGM.

### 7.2 Financial Calendar:

Year ending : March 31

AGM : September

Book Closure : As mentioned in the Notice of this AGM

### 7.3 Stock Codes/Symbol:

A	Equity Shares Listed on	Bombay Stock Exchange Limited
B	Stock Code	533110
C	ISIN Code	INE318K01025
D	Corporate Identity Number (CIN)	L70109MH2007PLC174206

Listing Fees as applicable have been paid.

### 7.4 Market Price Data:

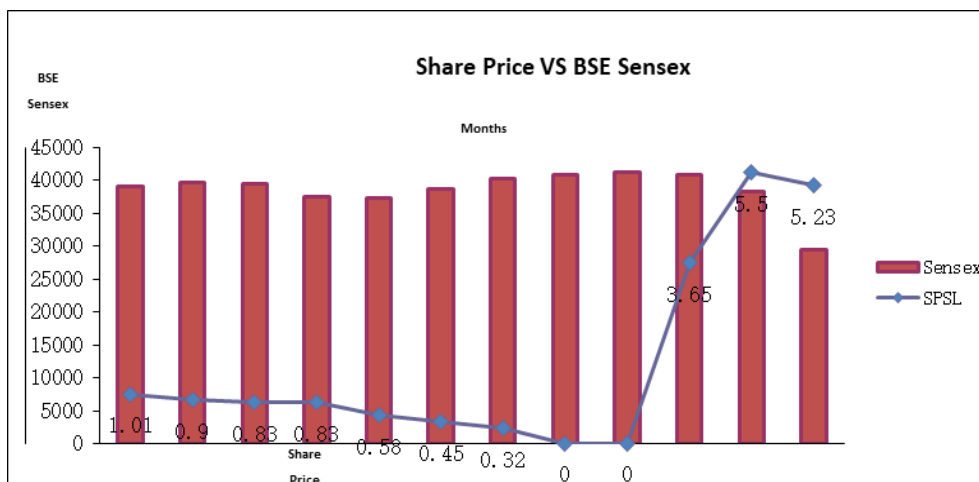
The high / low market price of the shares for each month during the Financial Year 2019 - 20 on the Bombay Stock Exchange Limited are as mentioned below:

Month	Bombay Stock Exchange			S & P BSE SENSEX (Closing)
	High	Low	Close	
Apr-19	1.13	0.65	1.01	39031.55
May-19	0.99	0.90	0.90	39714.20
Jun-19	0.89	0.83	0.83	39394.64
Jul-19	0.83	0.82	0.83	37481.12
Aug-19	0.82	0.58	0.58	37332.79
Sept-19	0.57	0.45	0.45	38667.33
Oct-19	0.45	0.32	0.32	40129.05
Nov-19*	-	-	-	40793.81
Dec-19*	-	-	-	41253.74
Jan-20	3.65	2.50	3.65	40723.49
Feb-20	5.23	4.38	5.50	38297.29
Mar-20	4.97	5.23	5.23	29468.49

\* The trading of the company was suspended due to corporate Action of Reduction of Share Capital



## 7.5 Performance of the share price of the company in comparison to the BSE Sensex



Note.\* In the month of The trading of the company was suspended due to corporate Action of Reduction of Share Capital

## 7.6 Registrars and Transfer Agents:

Name and Address : Sharex Dynamics (India) Private Limited  
C 101, 247 Park, L B S Marg,  
Mumbai – 400083

Email : support@sharexindia.com / rnt.helpdesk@linkintime.co.in

Website : www.sharexindia.com / www.linkintime.co.in

Telephone : +9122 2851 5606  
+9122 2851 5644

Fax : +9122 2851 2885

## 7.7 Share Transfer System:

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. The Directors and certain Company officials (including Chief Financial Officer and Company Secretary) are authorised by the Board severally to approve transfers, which are noted at subsequent Board Meetings.

## 7.8 Distribution of Shareholding as on 31<sup>st</sup> March, 2020:

### a. Distribution of shareholding by size:

No. of Equity shares	Shareholders		Shares held in each class	
	Number	%	Number	%
Up to 100	15681	92.285	217178	5.246
101 to 200	550	3.237	80122	1.935
201 to 500	459	2.701	148112	3.578
501 to 1,000	140	0.824	98913	2.389
1,001 to 5,000	103	0.606	202160	4.883
5,001 to 10,000	9	0.053	64058	1.547
10,001 to 1,00,000	42	0.247	2110923	50.990
1,00,001 & above	8	0.047	1218436	29.432
<b>Total</b>	<b>16992</b>	<b>100</b>	<b>4139902</b>	<b>100</b>



## SHREE PRECOATED STEELS LIMITED

### b. Distribution of Shareholding by category:

Sr. No.	Category	No of Shares	% of Shareholding
1	Promoter	2603722	62.890
2	Residential Individual	1114595	26.923
3	Private Corporate Bodies	369245	8.919
4	Financial Institutions/ Banks and Mutual Funds	37	0.001
5	Venture Capital Funds	-	-
6	NRI's and OCB	49585	1.198
7	Clearing Member	2718	0.66
	<b>TOTAL</b>	<b>4139902</b>	<b>100</b>

### c. Top ten equity shareholders of the company as on March 31, 2020:

S r. No	Name of the Shareholders	No. of Shares	% of holding
1	Shailesh B Ajmera	111242	2.687
2	Ashwin B Ajmera	111153	2.685
3	Bandish B Ajmera	110821	2.677
4	Nimish S Ajmera	85551	2.067
5	Twishal N Ajmera	48731	1.177
6	Nimish S Ajmera . HUF	44156	1.067
7	Manojkumar Brahmbhatt	32581	0.787
8	Shashikant S Ajmera HUF	29920	0.723
9	Chhaganlal S Ajmera HUF	26263	0.634
10	Natwarlal S. Ajmera HUF	24150	0.583

### 7.9 Dematerialisation of Shares:

The Company's shares are compulsorily traded in dematerialised form on BSE. Equity shares of the Company representing 99.88% of the Company's equity share capital are dematerialised as on March 31, 2020. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is **INE318K01025**.

Particulars of Shares	Equity Shares of ₹10/- each	
	Number	% of total Issued Capital
Dematerialized Form		
NSDL	1052257	25.42
CDSL	3082714	74.46
<b>Sub – Total-(A)</b>	<b>4134971</b>	<b>99.88</b>
Physical Form	4931	0.12
<b>Sub-Total-(B)</b>	<b>4931</b>	<b>0.12</b>
<b>TOTAL: (A) + (B)</b>	<b>4139902</b>	<b>100</b>



**7.10 Address for Correspondence:**

(a) Registered Office : The Compliance Officer,  
1, Ground Floor, Citi Mall,  
New Link Road, Andheri (West),  
Mumbai: - 400 053.  
Tel. No.: +91 7208182677

**7.11 Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity:**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2020, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

**7.12 Commodity price risk or foreign exchange risk and hedging activities:**

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors including the code for Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2020, received from the members of the Board and Senior Management Personnel of the Company, a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Personnel means the Chief Financial Officer, Asst. Company Secretary as on March 31, 2020

**Date: 27<sup>th</sup> July, 2020**  
**Place: Mumbai**

**Harsh L. Mehta**  
**Managing Director**  
**DIN: 01738989**



**Annexure - A**

**Certificate of Non-Disqualification of Directors**

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

To,  
The Members of  
**Shree Precoated Steels Limited,**  
CIN: L70109MH2007PLC174206  
1, Ground Floor, Citi Mall,  
New Link Road, Andheri (W)  
Mumbai 400053

I have examined the List of disqualified Directors published by the Ministry of Corporate Affairs ("MCA"); Declaration from all the Directors self-certifying their non-disqualification as required under section 164 of the Companies Act, 2013 ("Act"); and Disclosure of Directors' concern/interests as required under section 184 of the Act (hereinafter referred as "the relevant documents") of Shree Precoated Steels Limited, bearing Corporate Identification Number (CIN) - L70109MH2007PLC174206, having its registered office at 1, Ground Floor, Citi Mall, New Link Road, Andheri (W) Mumbai 400053 (hereinafter referred as "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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on my examination as well as on information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) and explanations furnished provided by the officers, agents and authorised representatives of the Company, I hereby certify that none of the Directors of the Company stated below who are on the Board of the Company as on 31<sup>st</sup> March 2020, have been debarred or disqualified from being appointed or continuing to act as Directors of the Company by Securities and Exchange Board of India or the MCA or any such other statutory authority.

S r . no.	Name of the Directors	DIN	*Date of appointment
1	Harsh Lalit Mehta	01738989	24/05/2016
2	Nilesh Harshadrai Sarvaiya	00799636	30/01/2010
3	Ambalal Chhitabhai Patel	00037870	30/04/2009
4	Aarti Mahesh Ramani	06941013	12/08/2014

\*the date of appointment is as per the MCA Portal

I further state that such compliance 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.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year ended 31<sup>st</sup> March, 2020.

**Place: Mumbai**

**Date: : 27<sup>th</sup> July, 2020**

**Haresh Sanghvi**  
**Practicing Company Secretary**  
**FCS No.: 2259/CoP No.: 3675**  
**UDIN: F002259B000545032**



## MD & CEO/CFO Certification

### We hereby certify that:

a. We have reviewed the financial statements and the cash flow statement for the financial year 2019-20 and that to the best of our knowledge and belief:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- These statements together present a true and fair view of the companies affairs and are in compliance with existing accounting standards, applicable laws and regulations;

b. To the best of our knowledge and belief, there are no transactions entered into by the company during the financial year 2019-20 which are fraudulent, illegal or violative of the companies code of conduct;

c. We accept responsibility for establishing and maintaining internal controls over financial reporting and that we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware of and the steps we have taken or propose to take to rectify these deficiencies. In our opinion, there are adequate internal controls over financial reporting.

d. We have indicated to the Auditors and the Audit Committee –

- Significant changes in internal control over the financial reporting during the financial year 2019-20.
- Significant changes in accounting policies during the year 2019-20 and that the same have been disclosed in the notes to financial statements; and
- There was no fraud of which we become aware of the management or an employee having a significant role in the company's internal control system over the financial reporting.

**Harsh L. Mehta**  
**Managing Director**  
**Place: Mumbai**  
**Date: : 27<sup>th</sup> July, 2020**

**Suresh N. Pitale**  
**Chief Financial Officer**  
**Place: Mumbai**  
**Date: 27<sup>th</sup> July, 2020**



## SHREE PRECOATED STEELS LIMITED

### INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

**The Members,  
SHREE PRECOATED STEELS LIMITED  
MUMBAI,**

1. The Corporate Governance Report prepared by **SHREE PRECOATED STEELS LIMITED** (hereinafter the "Company"), contains details as specified in regulations 17 to 27, clauses (b) to (i) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') for the year ended March 31, 2020 as required by the Company for annual submission to the Stock exchange and to be sent to the Stakeholders of the Company.

#### **Management's Responsibility**

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

#### **Auditor's Responsibility**

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

#### **Opinion**

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31 March, 2020.
9. We 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.

**FOR AND ON BEHALF OF  
MANESH MEHTA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGN NO. 115832W**

**MANESH P MEHTA PARTNER  
MEMBERSHIP NO. 36032  
UDIN: 20036032AAAAABS8658**

**PLACE : VADODARA  
DATED : 27TH JULY, 2020.**



## INDEPENDENT AUDITOR'S REPORT

The Members,  
**SHREE PRECOATED STEELS LIMITED**  
MUMBAI,

### Report on the Financial Statements

#### Opinion

We have audited the accompanying financial statements of **SHREE PRECOATED STEELS 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 Accounting Standards specified under Section 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2020 and its loss 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.

1. The Company has material matters under dispute which involves significant judgement to determine the possible outcome of these disputes (Refer Note No. 24 to the Financial Statements). We obtained the details of the disputes with their present status and documents. We made an in-depth analysis of the disputes. We also considered legal procedures and other rulings in evaluating management's position on these disputes to evaluate whether any change was required to management's position on these disputes.

#### 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, 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.

#### Management's Responsibility for the Financial statements

The Company's Board of Directors is responsible for the matters 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the



Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibility for the Audit of the Financial statements**

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

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

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





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

### Report on Other Legal and Regulatory Requirements

- 1 As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government in terms of sub-section (11) of section 143 of the act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 2 As required by Section 143 (3) of the Act, based on our audit we report that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
  - c) the Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant 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 written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020, from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of 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) Rule, 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, if any, on its financial position in its financial statements.
  - i. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - ii. There has been no delay in transferring amounts, if any, required to be transferred, to the Investor Education and Protection Fund by the Company.

**FOR MANESH MEHTA & ASSOCIATES**  
 CHARTERED ACCOUNTANTS  
 FIRM REGN NO. 115832W

**MANESH P MEHTA PARTNER**  
 MEMBERSHIP NO. 36032

PLACE: VADODARA  
 DATED: 27TH JULY, 2020

UDIN:- 20036032AAAABT8716



## SHREE PRECOATED STEELS LIMITED

### ANNEXURE-A to the Auditor's Report

The Annexure referred to in Independent Auditor's Report to the members of the Company on the standalone Ind AS financial statements for the year ended 31<sup>st</sup> March, 2020, we report that:

- (i) (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) These fixed assets have been physically verified by the management at reasonable intervals. Discrepancies noticed during the course of such verification are dealt with adequately in the books of accounts.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, does not have any immovable properties as a fixed asset.
- (ii) During the year, the Company does not have any inventory.
- (iii) The company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public.
- (vi) In our opinion and according to information and explanation given to us, the requirement of maintaining the Cost Records under Section 148 of the Act is not applicable to the Company.
- (vii) a. The Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees state insurance, income tax, goods and service

tax and other statutory dues to the extent applicable to it. There is no outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.

- b. According to the information and explanations given to us, there are no dues of Income Tax or Sales Tax or Wealth Tax or Service Tax, goods and service tax and duty of customs or cess which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of income tax and service tax have not been deposited by the Company on account of disputes:

Name of the statute	Nature of dues	Amount (in Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Block Assessment Demand	1639.38	A.Y.1988-89 to 1992-93	The Application of the company is pending with Hon'ble High Court, Mumbai.
Service Tax	Input Service Tax Credit	7.00	FY 2007-2008	Custom Excise & Service Tax Appellate Tribunal

- (viii) In our opinion and according to information and explanation given to us, the Company has not defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) or term loan during the year.
- (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) According to the information and explanations given to us and based on our examination of the records of the Company, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (xii) In our opinion and according to the information and explanations given to us, The Company is not





a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

(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 standalone 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, During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

(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 reporting under clause 3 (xv) of the Order is not applicable to the Company.

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

**FOR MANESH MEHTA & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
FIRM REGN. NO. 115832W

**MANESH P MEHTA PARTNER**  
MEMBERSHIP NO. 36032  
UDIN:- 20036032AAAABT8716

PLACE: VADODARA,  
DATED: 27TH JULY, 2020



# SHREE PRECOATED STEELS LIMITED

## Annexure - B to the Auditors' 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 **SHREE PRECOATED STEELS LIMITED** ("the company") as of 31<sup>st</sup> March 2020 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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.

#### Auditors' 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 standalone Ind AS

financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

#### Opinion

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

**FOR MANESH MEHTA & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
FIRM REGN NO. 115832W

**MANESH P MEHTA PARTNER**  
MEMBERSHIP NO. 36032

PLACE: VADODARA, UDIN:- 20036032AAAABT8716  
DATED: 27TH JULY, 2020



## BALANCE SHEET AS AT 31<sup>ST</sup> MARCH 2020

Particulars	Note No.	As at 31 <sup>st</sup> March, 2020 (₹ in lakhs)	As at 31 <sup>st</sup> March, 2019 (₹ in lakhs)
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant And Equipment	3	3.45	3.45
<b>Financial Assets</b>			
Trade Receivables	4	123.46	123.46
Loans	5	0.51	0.51
<b>Others Financial Assets</b>			
Other Non-Current Assets	6	339.65	339.65
<b>Total Non-Current Assets</b>		<b>467.07</b>	<b>467.07</b>
<b>Current Assets</b>			
<b>Financial Assets</b>			
Cash And Cash Equivalents	7	4.40	5.16
Other Financial Assets	8	-	9.40
Current Tax Assets (Net)	9	47.34	47.28
Other Current Assets	10	26.86	13.86
<b>Total Current Assets</b>		<b>78.60</b>	<b>75.70</b>
<b>TOTAL ASSETS</b>		<b>545.67</b>	<b>542.77</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	11	413.99	413.99
Other Equity	12	(418.72)	(388.85)
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
<b>Financial Liabilities</b>			
Trade Payables	13	266.93	266.93
Provisions	14	167.16	199.54
Other Non-Current Liabilities	15	-	-
<b>Total Non Current Liabilities</b>		<b>429.36</b>	<b>491.61</b>
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
Trade Payables	16	1.28	1.95
Other Financial Liabilities	17	113.92	47.98
Other Current Liabilities	18	1.04	1.05
Provisions	19	0.07	0.18
<b>Total Current Liabilities</b>		<b>116.31</b>	<b>51.16</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>545.67</b>	<b>542.77</b>
Significant Accounting policies and notes to the Financial Statements	2		

As per our report of even date  
**For MANESH MEHTA**  
**& ASSOCIATES**  
*Chartered Accountants*  
 Firm Reg. No. 115832W

For & on behalf of Board Of Directors of  
**SHREE PRECOATED STEELS LIMITED**

**MANESH MEHTA**  
**PARTNER**  
 Membership No. 36032  
 UDIN: 20036032AAAABT8716

**A .C. PATEL**  
 CHAIRMAN  
 DIN:00037870

**HARSH L MEHTA**  
 MANAGING DIRECTOR  
 DIN:01738989

Place : Vadodara  
 Dated :27<sup>th</sup> July 2020

**SURESH N. PITALE**  
 CHIEF FINANCIAL OFFICER  
 Place : Mumbai  
 Dated :27<sup>th</sup> July 2020

**AKSHAY R. SHARMA**  
 ASST. COMPANY SECRETARY

Notice

Director's Report

Corporate Governance  
 Report

Financial Statements



# SHREE PRECOATED STEELS LIMITED

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2020

Particulars	Note No.	Year ended 31 <sup>st</sup> March, 2020 (₹ in lakhs)	Year ended 31 <sup>st</sup> March, 2019 (₹ in lakhs)
Other Income	20	26.00	113.90
<b>Total Income</b>		<b>26.00</b>	<b>113.90</b>
<b>EXPENSES</b>			
Employee Benefit Expenses	21	33.13	54.57
Other Expenses	22	23.89	71.95
<b>Total Expenses</b>		<b>57.02</b>	<b>126.52</b>
<b>(Loss) Before Exceptional Items And Tax</b>		<b>(31.02)</b>	<b>(12.62)</b>
Exceptional Items		-	-
<b>(Loss) Before Tax Expenses</b>		<b>(31.02)</b>	<b>(12.62)</b>
<b>Tax Expenses:</b>			
(1) Current Tax		-	-
(2) Deferred Tax		-	-
<b>(Loss) for the year</b>		<b>(31.02)</b>	<b>(12.62)</b>
<b>Other Comprehensive Income:</b>			
- Gain on Fair Value of defined benefit plans As per actuarial valuation		1.15	(1.21)
<b>Total Comprehensive Income for the year(Comprising Profit/ (Loss) and Other Comprehensive Income for the year</b>		<b>(29.87)</b>	<b>(13.83)</b>
<b>Earnings per equity share of Nominal Value ₹10/-:</b>	23		
(1) Basic in Rupees		(0.72)	(0.33)
(2) Diluted in Rupees		(0.72)	(0.33)
Significant Accounting policies and notes to the Financial Statements	2		

As per our report of even date  
**For MANESH MEHTA**  
**& ASSOCIATES**  
*Chartered Accountants*  
 Firm Reg. No. 115832W

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 Membership No. 36032  
 UDIN: 20036032AAAABT8716

Place : Vadodara  
 Dated :27<sup>th</sup> July 2020

For & on behalf of Board Of Directors of  
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**A .C. PATEL**  
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 Place : Mumbai  
 Dated :27<sup>th</sup> July 2020

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 MANAGING DIRECTOR  
 DIN:01738989

**AKSHAY R. SHARMA**  
 ASST. COMPANY SECRETARY



## STATEMENT OF CHANGES IN EQUITY

### (a) EQUITY SHARE CAPITAL

	Note	As at			
		March 31, 2020		March 31, 2019	
		No. of shares	Amount (₹ in lakhs)	No. of shares	Amount (₹ in lakhs)
<b>Balance at the beginning of reporting period</b>	11	4,139,902	413.99	82,798,042	8,279.80
Less: Reduction of Share Capital as per NCLT Order dated 28 <sup>th</sup> August 2019(Refer Note 40)		-	-	78,658,140	7,865.81
<b>Balance at the end of the reporting period</b>	11	4,139,902	413.99	4,139,902	413.99

### (b) OTHER EQUITY

(₹ in lakhs)

		Reserves and Surplus				
		Capital Reserve	Securities Premium	General Reserve	Surplus/ (deficit) in the statement of profit and loss	Total
<b>Balance as at April 1, 2018</b>		30.00	-	6,303.51	(14,574.34)	(8,240.83)
Add:						
Transfer from Profit & Loss						
Loss for the Year		-	-	-	(13.83)	(13.83)
Transfer to statement of Profit and loss		(30.00)	-	(6,303.51)	6,333.51	-
Reduction of Share Capital as per NCLT Order dated 28 <sup>th</sup> August 2019(Refer Note 40)	12	-	-	-	7,865.81	7,865.81
<b>Balance as at March 31, 2019</b>	12	-	-	-	(388.85)	(388.85)
Add:						
Transfer from Profit & Loss						-
Loss for the Year		-	-	-	(29.87)	(29.87)
<b>Balance as at March 31, 2020</b>	12	-	-	-	(418.72)	(418.72)
Significant Accounting policies and notes to the Financial Statements	2					

As per our report of even date  
**For MANESH MEHTA**  
**& ASSOCIATES**  
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 Place : Mumbai  
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**AKSHAY R. SHARMA**  
**ASST. COMPANY SECRETARY**

Place : Vadodara  
 Dated : 27<sup>th</sup> July 2020


**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020**

Particulars	Year ended 31 <sup>st</sup> March, 2020 (₹ in lakhs)	Year ended 31 <sup>st</sup> March, 2020 (₹ in lakhs)
<b>Cash Flow From Operating Activities:</b>		
<b>Loss before tax as per Statement of Profit and Loss</b>	<b>(29.87)</b>	<b>(13.83)</b>
<b>Adjustments for:</b>		
Depreciation and amortisation	-	-
Interest Income(including fair value change in financial instruments)	-	-
Interest expenses(including fair value change in financial instruments)	-	-
Re-Measurement ains/(losses)on defined benefit plans	-	-
Dividend Income	-	-
Loss / (profit) on sale of investments (net)	-	-
Loss / (gain) from foregin exchange fluctuation (net)	-	-
(Gain) / Loss on sale / discarding of investment properties (net)	-	-
(Gain) / Loss on sale / discarding of property, plant and equipment (net)	-	-
Sundry balances written off / (back)	-	-
<b>Operating Profit/(Loss) before working capital changes</b>	<b>(29.87)</b>	<b>(13.83)</b>
<b>Movements in working capital:</b>		
Increase/(decrease) in trade payables	(0.67)	(36.80)
Increase/(decrease) in Other Liabilities	65.93	7.79
Increase/(decrease) in provisions	(32.49)	5.57
Increase/(decrease) in loans and advances	-	-
Decrease/(increase) in trade receivables	-	-
Decrease/(increase) in inventories	-	-
<b>Cash generated from/(used in) operating activities</b>	<b>2.90</b>	<b>(37.27)</b>
Direct taxes paid	-	-
<b>Net cash flow from/(used in) operating activities (A)</b>	<b>2.90</b>	<b>(37.27)</b>
<b>Cash flow from Investing activities:</b>		
(Acquisition) / (adjustments) / sale of property , plant and equipment, investment properties, intangible assets / addition to capital work in progress (net)	-	-
(Increase) / decrease in other assets	(3.65)	34.34
<b>Net cash flow from/(used in) investing activities (B)</b>	<b>(3.65)</b>	<b>34.34</b>
<b>Cash flow from financing activities:</b>		
Repayment of borrowings	-	-
Interest paid	-	-
Dividend paid (including dividend distribution tax)	-	-
<b>Net cash flow from/(used in) financing activities (C)</b>	<b>-</b>	<b>-</b>
<b>Net increase/(decrease) in cash and cash equivalents (A) + (B) + ( C)</b>	<b>(0.76)</b>	<b>(2.93)</b>
Add: Cash and cash equivalents at the beginning of the year	5.16	8.09
<b>Cash and cash equivalents at the end of the year</b>	<b>4.40</b>	<b>5.16</b>
Significant Accounting policies and notes to the Financial Statements	2	

As per our report of even date  
**For MANESH MEHTA**  
**& ASSOCIATES**  
*Chartered Accountants*  
 Firm Reg. No. 115832W

For & on behalf of Board Of Directors of  
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 Place : Mumbai  
 Dated :27<sup>th</sup> July 2020

**AKSHAY R. SHARMA**  
**ASST. COMPANY SECRETARY**

Place : Vadodara  
 Dated :27<sup>th</sup> July 2020



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

### NOTES TO ACCOUNTS

#### 1. Corporate Information

Shree Precoated Steels Limited is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on one stock exchanges in India. The company engaged in the Manufacturing, Processing, Trading of Steel Products and Real Estate business.

#### 2. Significant Accounting Policy

##### 2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as notified under section 133 of of The Companies Act, 2013 Read with rule 3 of the Companies (Indian Accounting Standards) Rules 2015 by Ministry of Corporate Affairs ('MCA') as amended by the Companies (Indian Accounting Standards) rules, 2016.

The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period as explained in Accounting Policies below.

##### 2.2 Current and Non Current Classification

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as notified under section 133 of of The Companies Act, 2013 Read with rule 3 of the Companies (Indian Accounting Standards) Rules 2015 by Ministry of Corporate Affairs ('MCA') as amended by the Companies (Indian Accounting Standards) rules, 2016.

The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period as explained in Accounting Policies below.

##### 2.2 Current and Non Current Classification

An asset/liabilities is classified as current when it satisfies any of the following criteria :

- i. It is expected to be realized/ settled, or is intended for sale or consumption, In the companies normal operating cycle or
- ii. It is held primarily for the purpose of being traded or
- iii. It is expected to be realized/ due to be settled within 12 months after the reporting date or
- iv. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date or
- v. The company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

All other assets and liabilities are classified as non current

##### 2.3 Plant, Property and Equipment

###### Recognition and initial measurement

Property, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognized instatement of





## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

profit or loss as incurred.

### Subsequent measurement (depreciation and useful lives)

Property, plant and equipment are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on property, plant and equipment is provided on a straight-line basis, computed on the basis of useful lives (asset-out below) prescribed in Schedule II to the Act:

Asset Category	Estimated Useful Life
Plant & Equipments	15 Years
Furniture & fixtures	10 Years
Vehicles	8 Years
Office equipments	5 Years
Computer Hardware	3 Years

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

### De-recognition

An item of property, plant and equipment and any significant part initially recognized is de-recognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognized in the statement of profit and loss, when the asset is de-recognized.

## 2.4 Intangible Assets

### Recognition and initial measurement

Intangible assets are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost, if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

### Subsequent measurement (amortisation)

The cost of capitalized software is amortized over a period of 6 years from the date of its acquisition.

## 2.5 Borrowing cost

Borrowing costs directly attributable to the acquisition and/or construction of a qualifying asset are capitalized during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the statement of profit and loss as incurred.

## 2.6 Investments

### Investment in equity instruments of subsidiaries, joint ventures and associates

Investment in equity instruments of subsidiaries, joint ventures and associates are stated at cost as per Ind AS 27 'Separate Financial Statements'

## 2.7 Inventories:

Direct expenditure relating to construction activity is inventorised. Other expenditure (including borrowing costs) during construction period is inventorised to the extent the expenditure is directly attributable cost of bringing the asset to its working condition for its intended use. Other expenditure (including borrowing costs) incurred during the construction period which is not directly attributable for bringing the asset to its working condition for its intended use is charged to the statement of profit and loss. Direct





## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

and other expenditure is determined based on specific identification to the construction and real estate activity. Cost incurred/items purchased specifically for projects are taken as consumed as and when incurred/ received.

**Work-in-progress - Contractual:** Cost of work yet to be certified/ billed, as it pertains to contract costs that relate to future activity on the contract, are recognised as contract work-in-progress provided it is probable that they will be recovered. Contractual work-in-progress is valued at lower of cost and net realisable value.

**Work-in-progress - Real estate projects (including land inventory):** Represents cost incurred in respect of unsold area of the real estate development projects or cost incurred on projects where the revenue is yet to be recognised. Real estate work-in-progress is valued at lower of cost and net realisable value.

**Finished goods - Flats:** Valued at lower of cost and net realisable value.

Building materials purchased, not identified with any specific project are valued at lower of cost and net realisable value. Cost is determined based on a weighted average basis.

**Land inventory:** Valued at lower of cost and net realisable value.

### 2.8 Revenue Recognition

Effective April 1, 2018, the company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts.

The company has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The standard is applied retrospectively only to contracts that are not completed as at the date of initial application. The impact of adoption of the standard on the financial statements of the company is insignificant.

Revenue is recognised upon transfer of control of promised inventory to customers in an amount that reflects the consideration which the company expects to receive in exchange. Revenue is recognised over the period of time when control is transferred to the customer on satisfaction of performance obligation, based on contracts with customers.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts, price concessions, incentives, if any, as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government.

i. Revenue from Real estate projects is recognized when it is reasonably certain that the ultimate collection will be made and that there is buyers commitment to make the complete payment.

Revenue from real estate under development is recognized upon transfer of all significant risks and rewards of ownership of such real estate, as per the terms of the contracts entered into with buyers, which generally coincides with the firming of the sales contracts/ agreement, except for the contracts where the company still has obligations to perform substantial acts even after the

transfer of all significant risks and rewards. In such cases, the revenue is recognized on percentage of completion method, when the stage of completion of each project reaches a reasonable level of progress. The revenue is recognized in proportion that the contract cost incurred for work performed up to the reporting date bear to the estimated total contract cost.

Revenue from real estate projects including revenue from sale of undivided share of land [group housing] is recognised upon transfer of all significant risks and rewards of ownership of such real estate/ property, as per the terms of the contracts entered into with buyers, which generally coincides with the firming of the sales contracts/ agreements.

When the outcome of a real estate project can be estimated reliably and the conditions above



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

are satisfied, project revenue (including from sale of undivided share of land) and project costs associated with the real estate project should be recognised as revenue and expenses by reference to the stage of completion of the project activity at the reporting date arrived at with reference to the entire project costs incurred (including land costs). Revenue is recognized on execution of either an agreement or a letter of allotment

### ii. Interest Income

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

### iii. Dividend Income

Dividend income is recognized with the company's right to receive dividend is established by the reporting date.

### iv. Other Income

Other Income is accounted on accrual basis.

## 2.9 Unbilled Revenue

Revenue recognized based on policy on revenue, over and above the amount due as per the payment plans agreed with the customers.

## 2.10 Cost of revenue

Cost of constructed properties includes cost of land (including cost of development rights/land under agreements to purchase), estimated internal development costs, external development charges, borrowing costs, overheads, construction costs and development/construction materials, which is charged to the statement of profit and loss based on the revenue recognized as explained in accounting policy for revenue from real estate projects above, in consonance with the concept of matching costs and revenue. Final adjustment is made on completion of the specific project.

## 2.11 Foreign Currency Transactions

### Functional and Presentation Currency

The financial statements are presented in Indian Rupees (Rs.) which is also the functional and presentation currency of the Company.

### Transactions and balances

Foreign currency transactions are recorded in the functional currency, by applying the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the balance sheet date are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transactions.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in

the statement of profit and loss in the year in which they arise.

## 2.12 Employee Benefit Expenses

### Provident Fund

The Company makes contribution to statutory provident funding accordance with the Employees' Provident Funds and Miscellaneous Provisions Act, 1952.



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

### Gratuity

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of the defined benefit/obligation at the balance sheet date, together with adjustments for unrecognized actuarial gains or losses and past service costs. The defined benefit/obligation is calculated at or near the balance sheet date by an independent actuary using the projected unit credit method. This is based on standard rates of inflation, salary growth rate and mortality. Discount factors are determined close to each year-end by reference to market yields on government bonds that have terms to maturity approximating the terms of the related liability. Service cost on the Company's defined benefit plan is included in employee benefits expense. Net interest expense on the net defined benefit liability is included in finance costs. Actuarial gains/losses resulting from re-measurements of the liability are included in other comprehensive income.

### Other long-term employee benefits

Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognized on the basis of discounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

### Short-term employee benefits

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short – term employee benefit. The company measures the expected cost of such absences as the additional amount that is except to pay as a result of the unused entitlement that has accumulated at the reporting date.

## 2.13 Taxation

Tax expense recognized in statement of profit and loss comprises the sum of deferred tax and current tax except the ones recognized in other comprehensive income or directly in equity.

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity).

Minimum alternate tax ('MAT') credit entitlement is recognized as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the Specified period. In the year in which MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT credit entitlement. This is reviewed at each balance sheet date and the carrying amount of MAT credit entitlement is written down to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

Deferred tax is recognized in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for Taxation purposes. Deferred tax assets on unrealised tax loss are recognized to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant on-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognized outside statement of profit and loss is recognized outside statement of profit or loss (either in other comprehensive income or in equity).



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

### 2.14 Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the recoverable amount of the asset or the cash generating unit is estimated. If such recoverable amount of the asset or cash generating unit to which the asset belongs is less than its carrying amount. The carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If, at the reporting date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognized are accordingly reversed in the statement of profit and loss.

### 2.15 Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the weighted-average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider:

All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.

Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

### 2.16 Trade Receivables

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

### 2.17 Other financial assets

In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

### 2.18 Cash and Cash Equivalent

Cash and cash equivalents comprise cash in hand, demand deposits and short-term highly liquid investments that are readily convertible into known amount of cash and which are subject to an insignificant risk of changes in value.

### 2.19 Provisions, contingent assets and contingent liabilities

Provisions are recognized only when there is a present obligation, as a result of past events and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

### Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are neither recognized nor disclosed except when realisation of income is virtually certain, related asset is disclosed.

### 2.20 Leases

Ind AS 116 supersedes Ind AS 17 Leases including its appendices. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

The Company has adopted Ind AS 116 using the modified retrospective method of adoption under the transitional provisions of the Standards, with the date of initial application on 1<sup>st</sup> April, 2019. The Company also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option (short-term leases), and lease contracts for which the underlying asset is of low value (low-value assets). Adoption of Ind- AS 116 doesn't have any material impact on the financial statements of the Company.

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

#### Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right-to-use the underlying assets.

#### Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

right-of-use assets are also subject to impairment.

#### Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable.



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

### Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of offices, godowns, equipment, etc. that are of low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

### Company as a lessor

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 does not have an impact for leases where the Company is the lessor. Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

## 2.21 Financial Instruments

### Initial recognition and measurement

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair Value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

### Subsequent measurement of Financial Assets

- i) Financial assets carried at amortised cost – a financial asset is measured at the amortised cost, if both the following conditions are met:
  - The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
  - Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

- ii) Investments in equity instruments of subsidiaries, joint ventures and associates – Investments in equity instruments of subsidiaries, joint ventures and associates are accounted for at cost in accordance with Ind AS 27 Separate Financial Statements.

### De-recognition of financial assets

A financial asset is primarily de-recognized when the contractual rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

### Subsequent measurement of Financial Assets

Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.





## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

### De-recognition of financial liabilities

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

### 2.22 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the period. The weighted-average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted-average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

### 2.23 Significant management judgement in applying accounting policies and estimation uncertainty

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the related disclosures.

#### Significant management judgements

Recognition of deferred tax assets – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized.

Evaluation of indicators for impairment of assets – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

Impairment of financial assets – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding financial assets.

Provisions – At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgement.

Revenue and inventories – The Company recognizes revenue using the percentage of completion method. This requires forecasts to be made of total budgeted cost with the outcomes of underlying construction and service contracts, which require assessments and judgements to be made on changes in work scopes, claims (compensation, rebates etc.) and other payments to the extent they are probable and they are capable of being reliably measured. For the purpose of making estimates for claims, the Company used the available Contractual and historical information.

Useful lives of depreciable/ amortisable assets – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of assets.

Defined benefit obligation (DBO) – Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.



**Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020**

Fair value measurements – Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves

developing estimates and assumptions consistent with how market participants would price the instrument. The Group used valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input i.e. significant to the fair value measurement as a whole.;

Level 1. Quoted prices(unadjusted) in active markets for identical assets and liabilities

Level 2. Input other than quoted prices included within level 1 that are observable for the assets or liabilities either directly(i.e. as prices) or indirectly (i.e. derived from prices)

Level 3. Inputs for the assets and liabilities that are not based on observable market data (unobservable inputs)

**2.24 Standards issued not yet effective :**

There are no standards issued but not yet effective up to the date of issuance of the Company's financial statements





## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

### Note 3: Property, Plant and Equipment (PPE)

(₹ In Lakhs)

Sr. No	Particulars	Gross Block			Accumulated Depreciation			Net Block	
		As at 01.04.2019	Additions	Deductions	As at 31.03.2020	As at 01.04.2019	Additions	As at 31.03.2020	As at 31.03.2019
	Land	3.45	-	-	3.45	-	-	3.45	3.45
	<b>TOTAL</b>	<b>3.45</b>	<b>-</b>	<b>-</b>	<b>3.45</b>	<b>-</b>	<b>-</b>	<b>3.45</b>	<b>3.45</b>

Sr. No	Particulars	Gross Block			Accumulated Depreciation			Net Block	
		As at 01.04.2018	Additions	Deductions	As at 31.03.2019	As at 01.04.2018	Additions	As at 31.03.2019	As at 31.03.2018
	Land	3.45	-	-	3.45	-	-	3.45	3.45
	<b>TOTAL</b>	<b>3.45</b>	<b>-</b>	<b>-</b>	<b>3.45</b>	<b>-</b>	<b>-</b>	<b>3.45</b>	<b>3.45</b>


**Notes to Financial Statements for the Year ended 31<sup>st</sup> March 2020**

Sr. No	Particulars	31 <sup>st</sup> March, 2020 (₹ in lakhs)	31 <sup>st</sup> March, 2019 (₹ in lakhs)
4	<b>Trade Receivables</b>		
	<b>Unsecured</b>		
	<b>Over six months from the date they were due for payment</b>		
	(i) Considered good	123.46	120.44
	Less: Allowance for credit loss	-	-
	<b>a</b>	<b>123.46</b>	<b>120.44</b>
	<b>Others</b>		
	(i) Considered good	-	3.02
	Less : Allowance for credit loss	-	-
	<b>b</b>	<b>-</b>	<b>3.02</b>
	<b>Total (a + b)</b>	<b>123.46</b>	<b>123.46</b>
	Movement in allowance for credit loss		
	<b>Particulars</b>		
	Opening Balance	-	-
	(+) Provided during the year	-	-
	(-) Reversal during the year	-	-
	<b>Closing Balance</b>	<b>-</b>	<b>-</b>
5	<b>Loans</b>		
	<b>Security deposits</b>		
	Unsecured, considered good	0.51	0.51
	Doubtful	-	-
	<b>Total</b>	<b>0.51</b>	<b>0.51</b>
6	<b>Other Non Current Assets</b>		
	Other Receivables	339.65	339.65
	<b>Total</b>	<b>339.65</b>	<b>339.65</b>
7	<b>Cash and Bank Balances</b>		
	Cash and cash equivalents		
	(i) Balances with banks		
	- In current accounts	4.40	3.73
	(ii) Cash in hand	-	1.43
	<b>Total</b>	<b>4.40</b>	<b>5.16</b>
8	<b>Other Financial Assets</b>		
	Others	-	9.40
	<b>Total</b>	<b>-</b>	<b>9.40</b>



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

Sr. No	Particulars	31 <sup>st</sup> March, 2020 (₹ in lakhs)	31 <sup>st</sup> March, 2019 (₹ in lakhs)
9	<b>Current Tax Assets(Net)</b>		
	Advance Tax (net of Provisions)	47.27	47.28
	Others	0.07	-
	<b>Total</b>	<b>47.34</b>	<b>47.28</b>
10	<b>Other Current Assets</b>		
	Balance with Government Authorities	-	-
	Advances to Suppliers- - Unsecured	26.86	13.86
	Other Current Assets	-	-
	<b>Total</b>	<b>26.86</b>	<b>13.86</b>
11	<b>EQUITY SHARE CAPITAL</b>		
	<b>Authorised</b>		
	8,50,00,000 (Previous year 8,50,00,000) Equity Shares of ₹ 10/- each	8,500.00	8,500.00
	<b>ISSUED SUBSCRIBED AND PAID UP</b>		
	41,39,902 (Previous year 41,39,902) Equity Shares of ₹ 10/- each fully paid up.	413.99	8,279.80
	Less: Reduction of Share Capital as per NCLT Order dated 28 <sup>th</sup> August 2019(Refer Note 40)	-	7,865.81
	<b>Total</b>	<b>413.99</b>	<b>413.99</b>

### a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Equity shares	Nos.	Amount in Lakhs	Nos.	Amount in Lakhs
At the beginning of the Year	4,139,902	413.99	82,798,042	8,279.80
Less: Reduction of Share Capital as per NCLT Order dated 28 <sup>th</sup> August 2019(Refer Note 40)	-	-	78,658,140	7865.81
Outstanding at the end of the period	<b>4,139,902</b>	<b>413.99</b>	<b>4,139,902</b>	<b>413.99</b>

### b. Term/rights attached

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year ended 31<sup>st</sup> March, 2020, the amount of per share dividend recognised as distributions to equity shareholders was Rs. NIL (Previous Year Rs. NIL).



# SHREE PRECOATED STEELS LIMITED

## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

### c. Shares held by holding/ultimate holding company and/or their subsidiaries/associates

	31 <sup>st</sup> March, 2020	31 <sup>st</sup> March, 2019
	No. of shares	No. of shares
	-	-

### d. Aggregate numbers of bonus shares issued, share issued for consideration other than cash and shares brought back during the period of five years immediately preceding the reporting date:

	31 <sup>st</sup> March, 2020	31 <sup>st</sup> March, 2019
	No. of shares	No. of shares
Equity shares allotted as fully paid bonus shares by capitalisation of securities premium.	Nil	Nil
Equity shares allotted as fully paid-up pursuant to contracts for considerations other than cash.	Nil	Nil
Equity shares bought back by the company	Nil	Nil

### For the period of five years starting from preceding date

	31 <sup>st</sup> March, 2020	31 <sup>st</sup> March, 2019
	No. of shares	No. of shares
F.Y. 2018-2019	NIL	NIL
F.Y. 2017-2018	NIL	NIL
F.Y. 2016-2017	NIL	NIL
F.Y. 2015-2016	NIL	NIL
F.Y. 2014-2015	NIL	NIL

### e. Details of shareholders holding more than 5% shares in the company

	31 <sup>st</sup> March, 2020		31 <sup>st</sup> March, 2019	
	Nos.	% holding	Nos.	% holding
Equity shares of Rs. 10 each fully paid Fahrenheit Fun and Games Private Limited	291,666	7.05	291,666	7.05

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

Sr. No	Particulars		31 <sup>st</sup> March, 2020 (₹ in lakhs)	31 <sup>st</sup> March, 2019 (₹ in lakhs)
12	<b>OTHER EQUITY</b>			
	<b>Capital Reserve</b>			
	Balance as per last financial statements			30.00
	Less: Transferred to the statement of profit and loss(Refer Note 40)		-	30.00
	<b>Closing Balance</b>	(A)	-	-



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

Sr. No	Particulars		31 <sup>st</sup> March, 2020 (₹ in lakhs)	31 <sup>st</sup> March, 2019 (₹ in lakhs)
	<b>General Reserve</b>			
	Balance as per last financial statements		-	6,303.51
	Less: Transferred to the statement of Profit and Loss (Refer Note 40)		-	6,303.51
	<b>Closing Balance</b>	(B)	-	-
	<b>Surplus/(Deficit) in the Statement of Profit and Loss</b>			
	Balance as per last financial statements		(388.85)	(14,574.34)
	Add: (Deficit) for the Year		(29.87)	(13.83)
	<b>Closing Balance</b>		<b>(418.72)</b>	<b>(14,588.17)</b>
	<b>Less:</b>			
	Transferred from Capital Reserve(Refer Note 40)		-	30.00
	Transferred from General Reserve(Refer Note 40)		-	6,303.51
	Reduction of Share Capital as per NCLT Order dated 28 <sup>th</sup> August 2019 (Refer Note 40)	(C)	-	7,865.81
	<b>Total</b>	<b>(A+B+C)</b>	<b>(418.72)</b>	<b>(388.85)</b>
<b>13</b>	<b>TRADE PAYABLES</b>			
	Due to micro and small enterprises (refer note. No.31)		-	-
	Others		266.93	266.93
	<b>Total</b>		<b>266.93</b>	<b>266.93</b>
<b>14</b>	<b>PROVISIONS</b>			
	<b>Provision for Employee Benefits</b>			
	Provision for Gratuity		6.15	9.22
	Provision for Leave Benefits		1.41	9.32
	<b>Others</b>		159.60	181.00
	<b>Total</b>		<b>167.16</b>	<b>199.54</b>
<b>15</b>	<b>OTHER NON CURRENT LIABILITIES</b>			
	Advance from Customers		-	-
	<b>Total</b>		<b>-</b>	<b>-</b>

Notice

Director's Report

Corporate Governance Report

Financial Statements


**Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020**

Sr. No	Particulars	31 <sup>st</sup> March, 2020 (₹ in lakhs)	31 <sup>st</sup> March, 2019 (₹ in lakhs)
16	<b>TRADE PAYABLES</b>		
	Due to micro and small enterprises (refer note. No.31)	-	-
	Others	1.28	1.95
	<b>Total</b>	<b>1.28</b>	<b>1.95</b>
17	<b>OTHER FINANCIAL LIABILITIES</b>		
	Others	113.92	47.98
	<b>Total</b>	<b>113.92</b>	<b>47.98</b>
18	<b>OTHER CURRENT LIABILITIES</b>		
	Statutory Dues	1.04	1.02
	Others	-	0.03
	<b>Total</b>	<b>1.04</b>	<b>1.05</b>
19	<b>PROVISIONS</b>		
	<b>Provision for Employee Benefits</b>		
	Provision for Gratuity	0.06	0.09
	Provision for Leave benefits	0.01	0.09
	<b>Total</b>	<b>0.07</b>	<b>0.18</b>

Sr. No	Particulars	Year ended 31 <sup>st</sup> March, 2020 (₹ in lakhs)	Year ended 31 <sup>st</sup> March, 2019 (₹ in lakhs)
20	<b>OTHER INCOME</b>		
	Other Income	26.00	113.90
	<b>Total</b>	<b>26.00</b>	<b>113.90</b>
21	<b>EMPLOYEE BENEFIT EXPENSES</b>		
	Salaries, wages and bonus	31.03	54.28
	Gratuity expense	2.04	-
	Staff welfare expenses	0.06	0.29
	<b>Total</b>	<b>33.13</b>	<b>54.57</b>



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

Sr. No	Particulars	Year ended 31 <sup>st</sup> March, 2020 (₹ in lakhs)	Year ended 31 <sup>st</sup> March, 2019 (₹ in lakhs)
22	<b>OTHER EXPENSES</b>		
	Advertising and sales promotions	1.36	0.73
	Travelling and Conveyance	0.14	0.57
	Payment to Auditors	0.50	0.50
	Miscellaneous Expenses	0.08	0.15
	Communication Expenses	0.01	0.03
	Legal & Professional Fees	1.17	3.29
	Share Transfer & Mailing Expenses	3.43	8.69
	Listing Fees	3.00	2.50
	Filing Fees	3.82	-
	Membership and Subscription	2.38	2.30
	Bank charges	0.14	0.01
	Postage & Courier	-	6.45
	Rent	1.20	1.20
	Printing & Stationery expenses	2.20	6.97
	Service Tax & GST Unutilised	2.68	36.89
	Audit Sitting Fees	0.75	0.50
	Review Meeting Fees	0.10	0.10
	Board Meeting Fees	0.80	0.65
	Annual General Meeting Expenses	0.13	0.42
	<b>Total</b>	<b>23.89</b>	<b>71.95</b>
23	<b>Earning per Share (EPS)</b>		
	The following reflects the profit and share data used in the basic and diluted EPS computations.		
	(Loss) for the year	(2,986,875)	(1,382,950)
	Weighted average number of equity shares outstanding during the period	4,139,902	4,139,902
	<b>Earning per share (EPS)</b>		
	Basic in Rupees	(0.72)	(0.33)
	Diluted in Rupees	(0.72)	(0.33)

Notice

Director's Report

Corporate Governance Report

Financial Statements


**Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020**
**24. Contingent liabilities not provided for in respect of:**

Name of the statute	Nature of dues	Amount (in lakhs)	Period to which the amount relates	Forum where dispute is pending
Service Tax	Input Service Credit	7.00	2007-2008	Custom Excise & Service Tax Appellate Tribunal
Income Tax Act	Demand	1639.38	1988-1989, 1992-1993	Hon'ble High Court, Mumbai

Any Adjustment required would be accounted in the year in which final order will be received.

**25. Sitting Fees paid to Directors other than managing / whole time directors:**

(₹ in lakhs)

Particulars	2019-2020	2018-2019
Sitting Fees	1.65	1.25
<b>Total</b>	<b>1.65</b>	<b>1.25</b>

**26. Details of Auditor's remuneration :**

(₹ in lakhs)

Particulars	2019-2020	2018-2019
Audit Fees	0.50	0.50
<b>Total</b>	<b>0.50</b>	<b>0.50</b>

**27. Deferred Taxation:**

- During the Year, the Company has not made any provision for income tax including Minimum Alternate Tax(MAT) on account of accumulated losses as per Income Tax Act as well as under Companies Act.
- The Company has, on account of substantial unabsorbed Depreciation and Business Loss as per Income Tax Act 1961. However, as a prudent policy, the said Deferred Tax Asset has not been recognized, which is in accordance with Ind AS 12 .

**28. Employee Benefit**

Consequent to Ind AS 19 "Employee Benefits", the company has reviewed and revised its accounting policy in respect of employee benefits

Sr. No.	Particulars	(₹ in lakhs)		
		as on 31.03.2020		
		Gratuity (Unfunded)	Leave Salary (Unfunded)	Total
[I]	Reconciliation in Present Value of Obligation (PVO) - defined benefits			
	Current Service Cost	1.31	(4.55)	(3.24)
		1.67	0.33	2.00
	Interest Cost	0.72	0.73	1.45
		0.46	0.56	1.02
	Actuarial (gain)/ losses	(1.15)	(0.25)	1.40
		1.21	1.34	2.55





# Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

Sr. No.	Particulars	(₹ in lakhs)		
		as on 31.03.2020		
		Gratuity (Unfunded)	Leave Salary (Unfunded)	Total
	Benefits Paid	-	-	-
		-	-	-
	Past service cost	-	-	-
		-	-	-
	PVO at the beginning of the year	9.31	9.41	18.72
		5.96	7.19	13.15
	PVO at end of the year	6.21	1.42	7.63
		9.31	9.41	18.72
<b>[II]</b>	<b>Change in fair value of plan as-sets :</b>			
	Expected Return on plan assets	-	-	-
		-	-	-
	Actuarial (gain)/ losses	-	-	-
		-		
	Contribution by employers	-	-	-
	Benefits Paid	-	-	-
	Fair value of plan assets at the beginning of the year	-	-	-
	Fair value of plan assets at end of the year	-	-	-
<b>[III]</b>	<b>Reconciliation of PVO and fair value of plan assets :</b>			
	PVO at end of year	6.21	1.42	7.63
		9.31	9.41	18.72
	Fair value of plan assets at end of the year			
	Funded status	NIL	NIL	NIL
		NIL	NIL	NIL
	Unrecognised actuarial (gain)/ losses			
	Net assets/(liability) recognised in the balance sheet	(6.21)	(1.42)	(7.63)
		(9.31)	(9.41)	(18.72)
<b>[IV]</b>	<b>Net cost for the year ended March 31, 2019</b>			
	Current Service Cost	1.31	(4.55)	(3.24)
		1.68	0.33	2.01
	Interest Cost	0.72	0.73	1.454
		0.46	0.56	1.02
	Expected Return on plan assets			


**Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020**

Sr. No.	Particulars	(₹ in lakhs)		
		as on 31.03.2020		
		Gratuity (Unfunded)	Leave Salary (Unfunded)	Total
	Actuarial (gain)/ losses	NIL	NIL	NIL
		NIL	NIL	NIL
	Net Cost			
		-	-	-
[V]	Category of assets as at March 31, 2020	-	-	-
		-	-	-
[VI]	Actual return of plan assets	-	-	-
		-	-	-
[VII]	Assumption used in accounting for the Grauity & Leave Salary plan:			
	Discount rate (%)	6.75%	6.75%	
		7.75%	7.75%	
	Salary escalation rate(%)	9.00%	9.00%	
		9.00%	9.00%	
	Expected amount of return on plan assets	-	-	-
		-	-	-

Figures in Bold represents current financial year & others represents for previous year.

**29.** The Company primarily deals in the business of Real Estate and hence there is no Primary reportable segment in the context of Ind AS 108.

**30. Related Party Disclosures:**

The related party and relationships, as identified by the Management and relied upon by the Auditors, with whom transactions have taken place during the year ended are :

**a. Directors and their relatives:**

Name of the Party	Relationship
Mr. Harsh L. Mehta	Managing Director
Mr. Lalit J. Mehta	Relative
Mrs. Amish H. Mehta	Relative
Mrs. Kumud L. Mehta	Relative
Mr. Akshar H. Mehta	Relative
Mr. Nilesh H. Sarvaiya	Non-Executive Director
Mrs. Bhaumi N. Sarvaiya	Relative
Mr. Harshadrai M. Sarvaiya	Relative
Mrs. Madhu H. Sarvaiya	Relative
Ms. Khushali N. Sarvaiya	Relative
Ms. Mehak N. Sarvaiya	Relative



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

### b. Key Managerial Personnel:

S r . No.	Key Managerial Personnel	Relative of Key Managerial Personnel
1	Mr. Harsh L. Mehta (Managing Director)	Mr. Lalit J. Mehta Mrs. Amish H. Mehta Mrs. Kumud L. Mehta Mr. Akshar H. Mehta
2	Mr. Harish G. Taparia (Chief Financial Officer) upto 5 <sup>th</sup> July, 2019	Mrs. Madhubala H. Taparia
3	Mr. Akshay R. Sharma (Asst. Company Secretary)	Mr. Rajkumar G. Sharma Mrs. Savita R. Sharma
4	Mr. Suresh N. Pitale (Chief Financial Officer) appointed w.e.f. 09 <sup>th</sup> August, 2019	Mrs. Geeta S. Pitale

### c. Disclosure in respect of material transactions with related parties

Nature of Transactions	Name of related Parties	(Amt in Lakhs)
Remuneration Paid to Directors / Key Managerial Personnel	Mr. Harsh Mehta (Managing Director)	14.95
	Mr. Harish Taparia (Chief Financial Officer)	12.50
	Mr. Akshay Sharma (Asst. Company Secretary)	5.37
	Mr. Suresh N. Pitale (Chief Financial Officer)	4.94

Name of Related Party	Relationship	Advance Paid	Advance Received	Maximum O/S during the Period
		-	-	-
		-	-	-

Figures in Bold represents current financial year & others represents for previous year.

### 31. Disclosure under Micro, Small and Medium Enterprises Development Act, 2006:

- The principal amount Rs. NIL (Previous Year NIL) and the interest due thereon is NIL (Previous Year NIL) remaining unpaid to any supplier at the end of each accounting year 2019-20
- The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.
- The amount of Interest due and payable for the period of delay in making payment but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006
- The amount of Interest accrued and remaining unpaid at the end of each accounting year Nil
- The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006 is Nil The above information and that given in note no.13 & 16 –“Trade Payables” regarding Micro and Small enterprises has been determined to the extent such parties have been identified on the basis of available with the company. This has been relied upon by the auditors.



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

32. The Company has re – assessed the useful life of assets for the purpose of determination of depreciation in the manner prescribed under the Schedule II of the Companies Act, 2013.

### 33. Capital Management Policy

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

(₹ in Lakhs)

Particulars	31.03.2020	31.03.2019
<b>Net Debt</b>		
(-) Cash and Cash Equivalent	(4.40)	(5.16)
<b>Total</b>	<b>(4.40)</b>	<b>(5.16)</b>
<b>Total Equity</b>		
Equity Share Capital	413.99	413.99
Other Equity	(418.72)	(388.85)
<b>Total</b>	<b>(4.73)</b>	<b>25.15</b>
Debt to Equity Ratio	(0.93)	(0.21)

### 34. Financial Risk Management: Disclosure of Financial Instruments by category

For amortised cost instruments, carrying value represents the best estimate of fair value.

(₹ in Lakhs)

	31.03.2020			31.03.2019		
	FVTPL	FVOCI	AMORTISED COST	FVTPL	FVOCI	AMORTISED COST
<b>Financial Assets</b>						
Loans advanced to related parties				-	-	-
Other loans and Advances			0.51	-	-	0.51
Other financial assets			-	-	-	9.40
Inventories				-	-	
Trade Receivables			123.46	-	-	123.46
Cash & Cash Equivalent			4.40	-	-	5.16
Other Bank Balances			128.37	-	-	138.53
<b>Financial Liabilities</b>						
Borrowings						
Trade Payables			268.20	-	-	268.88
Other Financial Liabilities			113.92	-	-	47.98

### Types of Risk and its management

The Group's activities expose it to market risk, liquidity risk and credit risk. Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.



## Notes forming part of Financial Statements for the Year ended 31<sup>st</sup> March, 2020

### a. Credit Risk

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. Expected Credit Loss is based on actual credit loss experienced and past trends based on the historical data.

### b. Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group'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.

Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group takes into account the liquidity of the market in which the entity operates.

### c. Foreign Currency Risk

The Group has international transactions and is exposed to foreign exchange risk arising from foreign currency transactions. Foreign exchange risk arises from recognized assets and liabilities denominated in a currency that is not the Group's functional currency.

### 35. Capital and other commitments

Capital and other commitments on account of revenue as well as capital nature is Rs. NIL (Previous Year NIL)

### 36. Earnings & Expenditure in Foreign Currency (accrual basis): - Expenses: Rs. NIL (Previous Year Rs. NIL)

### 37. The Balance in Debtors, Creditors, few Bank Accounts balances and Advances accounts are subject to confirmation and reconciliation, if any. However as per management opinion no material impact on financial statements out of such reconciliation is anticipated.

### 38. Subsequent events

There is not any subsequent event reported after the date of financial statements.

### 39. Regrouping of Previous Year Figures.

The company has regrouped / rearranged and reclassified previous year figures to conform to current year's classification.

### 40. In the Previous Financial Year ,Pursuant to the Order of Hon'ble NCLT Mumbai Bench dated 28<sup>th</sup> August, 2019 approving reduction of Share Capital and reserves of the Company with effect from 1<sup>st</sup> April 2018, the paid up capital and reserves are adjusted and set off against the accumulated losses, amounting to Rs. 14199.32 lakhs. The Capital Reduction order was received post the statutory due date of conducting Annual General Meeting .Hence, the Company had applied and sought approval from Registrar of Companies vide its letter dated 16<sup>th</sup> August,2019 to hold the Annual General Meeting within 3 months from the conclusion of statutory due date.

As per our report of even date  
**For MANESH MEHTA  
& ASSOCIATES**

*Chartered Accountants*  
Firm Reg. No. 115832W

**MANESH MEHTA**  
**PARTNER**  
Membership No. 36032  
UDIN: 20036032AAAABT8716

Place : Vadodara  
Dated :27<sup>th</sup> July 2020

For & on behalf of Board Of Directors of  
**SHREE PRECOATED STEELS LIMITED**

**A .C. PATEL**  
CHAIRMAN  
DIN:00037870

**SURESH N. PITALE**  
CHIEF FINANCIAL OFFICER  
Place : Mumbai  
Dated :27<sup>th</sup> July 2020

**HARSH L MEHTA**  
MANAGING DIRECTOR  
DIN:01738989

**AKSHAY R. SHARMA**  
ASST. COMPANY SECRETARY