

**Independent Auditor's Report**  
To The Members of **Kritika Wires Limited**

**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the accompanying financial statements of **Kritika Wires Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred to as "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 principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020, and its profit and its cash flows for the year ended on that date.

**Basis for Opinion**

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

**Emphasis of Matter**

We draw attention to Note 43 of the Statement which explains the management's assessment that there is no significant impact of COVID-19 pandemic on the Statement for the year ended 31st March, 2020. Our opinion is not modified in respect of this matter.

**Key Audit Matter**

We have determined that there is no key audit matter to communicate in our report.

**Other Matter**

Due to the COVID-19 pandemic, nationwide lockdown and other travel restrictions are imposed by the Government/local administration, hence, the audit processes were carried out electronically by remote access. The necessary records were made available by the management through digital medium and were accepted as audit evidence while reporting for the current period.

Our opinion is not modified in respect of these matter.

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To The Members of **Kritika Wires Limited**

**Information Other than the financial statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the Boards' Report (but does not include the financial statements and our auditor's report thereon). The Boards' Report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the Boards' Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

**Responsibilities of Management and Those Charged with Governance for the Financial Statements**

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

In preparing the financial statements, management 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.

That Board of Directors are also 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

**Independent Auditor's Report (Contd.)**  
To The Members of **Kritika Wires Limited**

always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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 that there is no key audit matter to communicate in our report.

**Independent Auditor's Report (Contd.)**  
To The Members of **Kritika Wires Limited**

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the order.
2. A. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and 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 AS specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the Directors as on 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 Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations which would impact its financial position;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- B. 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:

**Independent Auditor's Report (Contd.)**  
To The Members of **Kritika Wires Limited**

According to the information and explanation given to us, the Company has paid for its managerial remuneration during the year out of its past profits in compliance with the requirements of Schedule V of the Act.

**For G. P. Agrawal & Co.**  
**Chartered Accountants**  
**Firm Regn. No. 302082E**

s/d

**(CA. Rakesh Kumar Singh)**  
**Partner**

**Membership No.066421**  
**UDIN: 20066421AAAAFZ2816**

**Place: Kolkata**

**Dated: The 30th day of July, 2020**

**Independent Auditor's Report (Contd.)**  
To The Members of **Kritika Wires Limited**

**"Annexure A" to the Independent Auditors Report**

Statement referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements of our report of even date to the members of **Kritika Wires Limited** on the financial statements for the year ended 31st March, 2020:

- i. (a)The Company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.  
  
(b)The fixed assets have been physically verified by the management during the year. Based on our review, no material discrepancies were noticed in respect of fixed assets physically verified during the year and the periodicity of such physical verification is reasonable having regard to the size of the Company and nature of its assets.  
  
(c)The title deeds of immovable properties are held in the name of the Company.
- ii. The management has conducted physical verification of inventory at reasonable intervals.  
No discrepancies have been noticed on physical verification of the inventory as compared to book records.
- 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 Act. Accordingly, the provisions of clause 3 (iii) (a) to (c) of the Order are not applicable to the Company and hence not commented upon.
- iv. The company has not made any investment or furnished any guarantee or securities within the meaning of section 185 and 186 of the Act. Accordingly, the provisions of clause (iv) of paragraph 3 of the Order are not applicable to the Company and hence not commented upon.
- v. The Company has not accepted any deposit within the meaning of section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. The directives issued by the Reserve Bank of India are not applicable to the Company.
- vi. We have broadly reviewed the books of account maintained by the Company in respect of products where pursuant to the rules made by the Central Government, the maintenance of cost records has been prescribed under section 148(1) of the Act and are of the opinion that prime facie, the prescribed accounts and records have been made and maintained. We, however, as not required, have not made a detailed examination of such records.
- vii. (a)According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Goods and Service Tax, Duty of Customs, Cess, and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31<sup>st</sup>March, 2020 for a period of more than six months from the date on when they become payable.

**Independent Auditor's Report (Contd.)**  
To The Members of **Kritika Wires Limited**

**"Annexure A" to the Independent Auditors Report (Contd.)**

- (b) According to the information and explanation given to us and as per records examined by us, there are no dues of income tax, goods and service tax and duty of customs outstanding on account of any dispute.
- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan from financial institutions or government and has not issued any debentures.
- ix. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised moneys by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- x. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xi. Based upon the audit procedures performed and the information and explanations given by the management, the company has paid managerial remuneration to the members of the Board of Directors during the year out of its past profits in accordance to the provisions of Section 197(16), as amended, read with Schedule V of the said Act.
- xii. The provisions of clause 3(xii) of the Order regarding Nidhi Company are not applicable to the Company and hence not commented upon.
- xiii. In our opinion, all transactions with the related parties are in compliance with Section 177 and 188 of the Act and the details have been disclosed in the Financial Statements as required by the applicable Accounting Standards.
- xiv. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

**Independent Auditor's Report (Contd.)**  
To The Members of **Kritika Wires Limited**

**"Annexure A" to the Independent Auditors Report (Contd.)**

- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For G. P. Agrawal & Co.**  
**Chartered Accountants**  
**Firm Regn. No. 302082E**

s/d  
**(CA. Rakesh Kumar Singh)**  
**Partner**

**Place: Kolkata**  
**Dated: The 30th day of July, 2020**

**Membership No.066421**  
**UDIN: 20066421AAAAFZ2816**



**Independent Auditor's Report (Contd.)**  
To The Members of **Kritika Wires Limited**

**"Annexure B" to the Independent Auditor's Report**

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

We have audited the internal financial controls over financial reporting of **Kritika Wires Limited** ("the Company") as of 31st March, 2020 in conjunction with our audit of the 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 Act.

**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 Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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.

**Independent Auditor's Report (Contd.)**  
To The Members of Kritika Wires Limited

**"Annexure B" to the Independent Auditor's Report (Contd.)**

**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 31st 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 ICAI.

**For G. P. Agrawal & Co.**  
**Chartered Accountants**  
**Firm Regn. No. 302082E**

s/d  
**(CA. Rakesh Kumar Singh)**  
**Partner**

**Place: Kolkata**  
**Dated: The 30th day of July, 2020**

**Membership No. 066421**  
**UDIN: 20066421AAAAFZ2816**

**KRITIKA WIRES LIMITED**  
(FORMERLY KRITIKA WIRES PRIVATE LIMITED)  
CIN: L27102WB2004PLC098699

**BALANCE SHEET AS AT 31ST MARCH, 2020**

	Particulars	Note No.	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>I</b>	<b>EQUITY AND LIABILITIES</b>			
	<b>1. Shareholders' funds</b>			
	(a) Share capital	2	177,520,000	177,520,000
	(b) Reserves and surplus	3	462,233,532	447,194,284
			639,753,532	624,714,284
	<b>2. Non - current liabilities</b>			
	(a) Long-term borrowings	4	407,890	31,457,963
	(b) Deferred tax liabilities (Net)	5	2,167,384	5,450,155
	(c) Long -term provisions	6	5,320,716	3,830,024
			7,895,990	40,738,142
	<b>3. Current liabilities</b>			
	(a) Short-term borrowings	7	301,339,626	391,657,216
	(b) Trade payables	8		
	(i) Total outstanding dues of micro enterprises and small enterprises (Refer Note no. 32)		-	-
	(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		279,754,093	272,197,265
	(c) Other current liabilities	9	24,693,409	36,638,045
	(d) Short-term provisions	10	82,597,712	75,239,403
			688,384,840	775,731,929
	<b>T O T A L</b>		<b>1,336,034,362</b>	<b>1,441,184,355</b>
<b>II</b>	<b>ASSETS</b>			
	<b>1. Non current assets</b>			
	(a) Property, plant and equipment	11	177,334,523	194,138,310
	(b) Capital work-in-progress	12	26,189,997	29,554,407
	(c) Non-current investments	13	23,500,177	31,000,177
	(d) Long-term loans and advances	14	194,542	485,042
	(e) Other non-current assets	15	40,742,649	35,282,536
			267,961,888	290,460,472
	<b>2. Current assets</b>			
	(a) Inventories	16	309,856,669	251,853,670
	(b) Trade receivables	17	506,177,996	750,825,537
	(c) Cash and bank balances	18	54,592,123	44,565,111
	(d) Short-term loans and advances	19	186,283,923	103,479,565
	(e) Other current assets	20	11,161,763	-
			1,068,072,474	1,150,723,883
	<b>T O T A L</b>		<b>1,336,034,362</b>	<b>1,441,184,355</b>
	Corporate information and Significant accounting policies	1		
	Other disclosures	31-44		

The accompanying notes 1 to 44 are an integral part of the financial statements.

As per our report of even date attached.

For G. P. Agrawal & Co.  
Chartered Accountants  
Firm's Registration No. - 302082E

s/d  
(CA. Rakesh Kumar Singh)  
Partner  
Membership No. 066421

Place of Signature: Kolkata  
Date: 30th day of July, 2020

For and on behalf of the Board of Directors

s/d  
Hanuman Prasad Agarwal  
(Managing Director)  
(DIN: 00654218)

s/d  
Anand Kumar Sharma  
(Chief Financial Officer)

s/d  
Naresh Kumar Agarwal  
(Chairman)  
(DIN: 01020334)

s/d  
Mahesh Kumar Sharma  
(Company Secretary)

**KRITIKA WIRES LIMITED**  
(FORMERLY KRITIKA WIRES PRIVATE LIMITED)  
CIN: L27102WB2004PLC098699

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2020**

	Particulars	Note No.	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
I	Revenue from operations	21	1,713,067,693	2,744,120,114
II	Other income	22	64,044,713	42,842,020
III	<b>Total Revenue (I+II)</b>		<b>1,777,112,406</b>	<b>2,786,962,135</b>
IV	<b>Expenses:</b>			
	Cost of material consumed	23	1,393,389,132	2,225,218,614
	Change in inventory of finished goods and work-in-progress	24	702,808	(35,433,380)
	Employee benefits expense	25	66,146,341	67,195,795
	Finance costs	26	55,177,505	76,965,484
	Depreciation expense	27	31,002,843	35,152,489
	Other expenses	28	211,613,300	317,516,266
			<b>1,758,031,929</b>	<b>2,686,615,269</b>
V	<b>Profit before exceptional and extraordinary items and tax (III - IV)</b>		<b>19,080,477</b>	<b>100,346,866</b>
VI	Exceptional items		-	-
VII	<b>Profit before extraordinary items and tax (V - VI)</b>		<b>19,080,477</b>	<b>100,346,866</b>
VIII	Extraordinary items		-	-
IX	<b>Profit before tax (VII + VIII)</b>		<b>19,080,477</b>	<b>100,346,866</b>
X	<b>Tax expense:</b>	29		
	(i) Current tax		7,324,000	37,345,000
	(ii) Deferred tax		(3,282,771)	(4,460,415)
			<b>4,041,229</b>	<b>32,884,585</b>
XI	<b>Profit for the year (IX - X)</b>		<b>15,039,248</b>	<b>67,462,281</b>
	<b>Earnings per equity share</b>	30		
	(a) Basic (equity share face value Rs. 10/- each)		0.85	4.42
	(b) Diluted (equity share face value Rs. 10/- each)		0.85	4.42
	Corporate information and Significant accounting policies Other disclosures	1 31-44		
<b>The accompanying notes 1 to 44 are an integral part of the financial statements.</b>				
As per our report of even date attached.				
For G. P. Agrawal & Co. Chartered Accountants Firm's Registration No. - 302082E		For and on behalf of the Board of Directors		
s/d (CA. Rakesh Kumar Singh) Partner Membership No. 066421		s/d Hanuman Prasad Agarwal (Managing Director) (DIN: 00654218)		s/d Naresh Kumar Agarwal (Chairman) (DIN: 01020334)
Place of Signature: Kolkata Date: 30th day of July, 2020		s/d Anand Kumar Sharma (Chief Financial Officer)		s/d Mahesh Kumar Sharma (Company Secretary)

**KRITIKA WIRES LIMITED**  
**(FORMERLY KRITIKA WIRES PRIVATE LIMITED)**  
CIN: L27102WB2004PLC098699

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

PARTICULARS	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
<b>I CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit before taxation and extraordinary items	19,080,477	100,346,866
<i>Adjustments for non-cash and non-operating items:</i>		
Depreciation	31,002,843	35,152,489
Provision for gratuity	1,779,533	1,102,271
Interest income	(17,012,896)	(13,083,403)
Dividend income	-	(11,327)
Gain on sale of investments	(1,394,850)	-
Interest expense	55,177,505	76,965,484
Operating profit before working capital changes	88,632,612	200,472,380
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	(58,003,000)	20,221,490
Trade receivables	244,647,540	(28,230,891)
Current and Non-current loans & advances	(72,695,690)	19,044,546
Other current assets	(11,161,763)	-
<i>Adjustments for increase/ (decrease) in operating liabilities:</i>		
Trade payables	7,556,828	(102,954,958)
Current and Non-current provision	(254,532)	(72,345)
Other current liabilities	(11,944,636)	(89,983,860)
Cash generated from operations	186,777,359	18,496,362
Less: Income tax paid	(9,818,168)	(37,664,916)
Cash flow before extraordinary items	176,959,191	(19,168,554)
Cash from extraordinary items	-	-
<b>Net cash flow from operating activities</b>	<b>176,959,191</b>	<b>(19,168,554)</b>
<b>II CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchases of property, plant and equipment	(10,834,644)	(35,745,139)
Sale of investment	8,894,850	-
Interest received	17,012,896	13,083,403
Investment in fixed deposits	(39,917,563)	(44,736,001)
Maturity of fixed deposit	-	63,294,611
Dividend received	-	11,327
<b>Net cash used in investing activities</b>	<b>(24,844,461)</b>	<b>(4,091,799)</b>
<b>III CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of shares	-	153,984,000
Payment of expenditure for issue of shares	-	(6,211,910)
Proceeds from long term borrowings	-	14,092,085
Repayment of long term borrowings	(31,050,073)	(76,403,375)
Proceeds/(Repayment) of short term borrowings	(90,317,590)	34,776,299
Interest paid	(55,177,505)	(76,965,484)
<b>Net cash used in financing activities</b>	<b>(176,545,168)</b>	<b>43,271,615</b>
<b>IV Net increase/(decrease) in cash &amp; cash equivalents (I+II+III)</b>	<b>(24,430,438)</b>	<b>20,011,262</b>
Cash & cash equivalents at the beginning of the year	26,240,281	6,229,019
<b>Cash &amp; cash equivalents at the end of the year (refer note no. 18)</b>	<b>1,809,843</b>	<b>26,240,281</b>

**KRITIKA WIRES LIMITED**  
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**Notes to the Cash Flow Statement:**

- (a) The above Cash Flow Statement has been prepared under the " Indirect Method " as set out in the Accounting Standard - 3 on Cash Flow Statement.
- (b) Additions to Property, Plant and Equipment include movement of Capital work-in-progress during the year.
- (c) Proceeds/(repayment) from Short-term borrowings qualify for disclosure on net basis.
- (d) Cash and cash equivalents do not include any amount which is not available to the Company for its use.
- (e) Figure in brackets represent cash outflow from respective activities.
- (f) As breakup of Cash and cash equivalents is also available in Note No. 18, reconciliation of items of Cash and cash equivalents as per Cash Flow Statement with the respective items reported in the Balance Sheet is not required and hence not provided.
- (g) The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary.

**The accompanying notes 1 to 44 are an integral part of the financial statements.**

**As per our report of even date attached.**

**For G. P. Agrawal & Co.**

**Chartered Accountants**

**Firm's Registration No. - 302082E**

**s/d**

**(CA. Rakesh Kumar Singh)**

**Partner**

**Membership No. 066421**

**Place of Signature: Kolkata**

**Date: 30th day of July, 2020**

**For and on behalf of the Board of Directors**

**s/d**

**Hanuman Prasad Agarwal**

**(Managing Director)**

**(DIN: 00654218)**

**s/d**

**Anand Kumar Sharma**

**(Chief Financial Officer)**

**s/d**

**Naresh Kumar Agarwal**

**(Chairman)**

**(DIN: 01020334)**

**s/d**

**Mahesh Kumar Sharma**

**(Company Secretary)**

**KRITIKA WIRES LIMITED**  
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Notes forming part of the financial statements as at 31st March, 2020 (Contd.)

Note No. : 11 Property, plant and equipment

Particulars	Free Hold Land	Factory Shed & Building	Furniture & Fixture	Plant & Machinery	Electrical Installations	Laboratory Equipments	Air Conditioner	Computer	Mobile	Motor Car	Motor-cycle	Fire Fighting	Pollution Control Eq.	Tools & Tackles	CCTV	Labour Rest Room	Office Building	Total	
<b>GROSS BLOCK</b>																			
As at 1/04/2018	19,480,065	89,765,770	1,825,685	227,024,218	23,311,319	3,127,760	1,228,211	1,446,677	307,063	6,773,024	67,000	15,395	10,655,615	1,055,048	354,331	3,613,484	5,511,608	395,562,273	
Additions	5,146,200	-	-	4,472,161	-	-	190,825	101,070	-	-	-	-	-	-	-	-	-	-	9,910,255
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 31/03/2019	24,626,265	89,765,770	1,825,685	231,496,379	23,311,319	3,127,760	1,419,036	1,547,747	307,063	6,773,024	67,000	15,395	10,655,615	1,055,048	354,331	3,613,484	5,511,608	405,472,528	
Additions	-	4,540,591	-	9,083,556	430,910	-	-	120,554	-	-	-	-	-	-	23,445	-	-	-	14,199,056
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 31/03/2020	24,626,265	94,306,361	1,825,685	240,579,935	23,742,229	3,127,760	1,419,036	1,668,301	307,063	6,773,024	67,000	15,395	10,655,615	1,055,048	377,776	3,613,484	5,511,608	419,671,584	
<b>DEPRECIATION</b>																			
As at 1/04/2018	-	37,508,093	887,554	97,765,345	20,229,946	1,457,918	955,940	1,264,152	58,240	4,433,567	61,674	14,625	7,799,663	771,759	197,688	953,896	1,821,669	176,181,730	
Charge for the year	-	4,946,391	237,104	26,517,312	870,257	443,381	182,028	136,917	159,138	685,780	1,389	-	547,656	52,046	70,768	129,410	172,912	35,152,489	
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 31/03/2019	-	42,454,484	1,124,657	124,282,657	21,100,203	1,901,299	1,137,968	1,401,069	217,378	5,119,347	63,063	14,625	8,347,319	823,805	268,456	1,083,306	1,994,581	211,334,218	
Charge for the year	-	4,909,700	172,743	23,292,490	716,829	325,207	112,503	116,164	57,357	478,763	1,027	-	442,637	42,480	47,022	123,113	164,808	31,002,843	
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 31/03/2020	-	47,364,184	1,297,400	147,575,147	21,817,032	2,226,506	1,250,471	1,517,233	274,735	5,598,110	64,090	14,625	8,789,956	866,285	315,478	1,206,419	2,159,389	242,337,061	
<b>NET BLOCK</b>																			
As at 31/03/2019	24,626,265	47,311,286	701,028	107,213,722	2,211,115	1,226,461	281,068	146,678	89,685	1,653,677	3,937	770	2,308,296	231,243	85,875	2,530,178	3,517,027	194,138,310	
As at 31/03/2020	24,626,265	46,942,177	528,285	93,004,788	1,925,197	901,254	168,565	151,068	32,328	1,174,914	2,910	770	1,865,659	188,763	62,298	2,407,065	3,352,219	177,334,523	

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Notes forming part of the financial statements as at 31st March, 2020 (Contd.)

**Note No. : 12 Capital work-in-progress**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b><u>Plant and equipments / Civil work-in-progress</u></b>		
Balance brought forward	29,554,407	3,719,524
Additions during the year	9,734,257	27,720,889
Gross amount before capitalisation (A)	<b>39,288,664</b>	<b>31,440,413</b>
Capitalised during the year (B)	13,098,667	1,886,006
<b>Capital work-in-progress at the end of the year (A-B) (C)</b>	<b>26,189,997</b>	<b>29,554,407</b>





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Notes forming part of the financial statements as at 31st March, 2020 (Contd.)

Note No. : 2 Equity share capital

		(Amount in Rs.)			
	Particulars	As at 31st March, 2020		As at 31st March, 2019	
		No. of shares	Amount	No. of shares	Amount
(a)	<b>Authorised</b> Equity shares of par value Rs. 10/- each	18,500,000	185,000,000	18,500,000	185,000,000
(b)	<b>Issued, subscribed and fully paid up</b> Equity shares of par value Rs. 10/- each	17,752,000	177,520,000	17,752,000	177,520,000
			<b>177,520,000</b>		<b>177,520,000</b>

(c) Reconciliation of number and amount of equity shares outstanding at the beginning and end of the reporting period :

		(Amount in Rs.)			
	Particulars	As at 31st March, 2020		As at 31st March, 2019	
		No. of shares	Amount	No. of shares	Amount
	At the beginning of the year	17,752,000	177,520,000	12,940,000	129,400,000.00
	Add: Issued during the year	-	-	4,812,000	48,120,000
	<b>At the end of the year</b>	<b>17,752,000</b>	<b>177,520,000</b>	<b>17,752,000</b>	<b>177,520,000</b>

(d) Terms / Rights attached to Equity shares :

The Company has only Equity shares having a per value of Rs. 10.00 per share. Each holder of Equity shares are entitled to to receive dividend as declared from time to time and entitled to one vote per share.

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

(f) The aggregate number of equity shares issued pursuant to contract without payment being received in cash in immediately preceding last five years ended 31st March, 2020 – 64,70,000 Equity Shares (previous year 64,70,000 Equity Shares).

(g) Shareholders holding more than 5 % of the equity shares in the Company :

	Name of shareholders	As at 31st March, 2020		As at 31st March, 2019	
		No. of shares	% of holding	No. of shares	% of holding
1	Alltime Suppliers Private Limited	940,000	5.30%	940,000	5.30%
2	Gunnayak Commercial Pvt. Ltd.	3,450,000	19.43%	3,450,000	19.43%
3	Hanuman Prasad Agarwal	1,220,000	6.87%	1,220,000	6.87%
4	Mohta Agencies Pvt. Ltd.	760,000	4.28%	760,000	4.28%
5	Naresh Kumar Agarwal	920,000	5.18%	920,000	5.18%
6	Panchshul Merchants Pvt. Ltd.	2,000,000	11.27%	2,000,000	11.27%
7	R. A. Computech Investment & Consultants (P) Ltd.	970,000	5.46%	970,000	5.46%
8	Sushil Agarwal	1,220,000	6.87%	1,220,000	6.87%
		<b>11,480,000</b>	<b>64.67%</b>	<b>11,480,000</b>	<b>64.67%</b>

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Notes forming part of financial statements as on 31st March, 2020 (contd.)

**Note No. : 13 Non-current investments**

Particulars	Face Value per unit	As at March 31, 2020		As at March 31, 2019	
		No. of Units	Amount (Rs.)	No. of Units	Amount (Rs.)
<b><u>Investment property (A)</u></b>					
Art & Painting			170,000		170,000
Flat			7,047,445		7,047,445
Office			6,082,732		6,082,732
			<b>13,300,177</b>		<b>13,300,177</b>
<b><u>Investments in mutual funds (B)</u></b>					
(Valued at cost)					
<b>Quoted, fully paid up</b>					
Baroda Pioneer ELSS' 96	24.23	8,254	200,000	8,254	200,000
SBI Dual Advance Fund - series XVI (G)	-	-	-	-	7,500,000
SBI Dual Advance Fund - series XXIII (G)	10.00	1,000,000	10,000,000	1,000,000	10,000,000
			<b>10,200,000</b>		<b>17,700,000</b>
Aggregate market value of Quoted Investments			10,715,564		10,925,772
Aggregate amount of impairment in value of investments			-		-
<b>TOTAL (A+B)</b>			<b>23,500,177</b>		<b>31,000,177</b>

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Notes forming part of financial statements as on 31st March, 2020 (contd.)

**Note No. : 3 Reserves and surplus**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>a) <u>Capital reserve</u></b>		
Balance as per last account	1,500,000	1,500,000
Add: Addition during the year	-	-
	1,500,000	1,500,000
<b>b) <u>Securities premium</u></b>		
Balance as per last account	244,752,090	145,100,000
Add: Premium on equity shares issued during the year	-	105,864,000
	244,752,090	250,964,000
Less: Adjustment for expenses incurred during issue of Shares: Reduction for bonus issue of shares	-	6,211,910
	244,752,090	244,752,090
<b>c) <u>Surplus in the statement of profit and loss</u></b>		
Balance as per last account	200,942,194	133,479,913
Add: Profit for the year	15,039,248	67,462,281
	215,981,442	200,942,194
<b>TOTAL (a+b+c)</b>	<b>462,233,532</b>	<b>447,194,284</b>

**Note No. : 4 Long term borrowings**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b><u>Unsecured Loan</u></b>		
From related parties	329,792	27,466,655
From other -bodies corporate	78,098	3,991,308
	<b>407,890</b>	<b>31,457,963</b>
<b><u>Rate of interest and repayment terms</u></b>		
(i) The term loan shall carry fixed rate of interest @ 12% p.a.		
(ii) The unsecured loans are payable after 5 years as bullet payment.		

**Note No. : 5 Deferred tax liabilities**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b><u>Deferred tax liability</u></b>		
Depreciation	3,703,585	6,784,490
<b><u>Deferred tax asset</u></b>		
Expenses allowable for tax purposes when paid	1,536,201	1,334,335
<b>Deferred tax liabilities (Net)</b>	<b>2,167,384</b>	<b>5,450,155</b>

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Notes forming part of financial statements as on 31st March, 2020 (contd.)

**Note No. : 6 Long term provisions**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
Provision for employee benefits - Gratuity	5,320,716	3,830,024
	<b>5,320,716</b>	<b>3,830,024</b>

**Note No. : 7 Short term borrowings**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>a) <u>Loans are repayable on demand- Secured Loan</u></b>		
<b><u>From Banks</u></b>		
State Bank of India - Working Capital Loan	167,390,692	189,224,105
Karnataka Bank - Working Capital Loan	114,749,268	189,829,523
Karnataka Bank - Packing Credit Loan	19,199,666	12,603,588
	<b>301,339,626</b>	<b>391,657,216</b>
<b>b) <u>Nature of security</u></b>		
i) Hypothecation of stocks of raw materials, work-in-progress, finished goods, spares and book debts of the Company and personal guarantee of directors.		

**Note No. : 8 Trade payables**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	279,754,093	272,197,265
	<b>279,754,093</b>	<b>272,197,265</b>

**Note No. : 9 Other current liabilities**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>Other liabilities</b>		
Sri Ganesh Ji Maharaj	-	11
Statutory liabilities	1,101,285	3,103,668
Security deposits	100,000	-
Advance from customers and others	11,899,173	8,109,529
Payable to suppliers of capital goods		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of other than micro and small enterprises	596,643	994,240
Creditors for expenses		
Total outstanding dues of micro enterprises and small enterprises	819,320	-
Total outstanding dues of other than micro and small enterprises	6,391,316	-
Accrued expenses	125,000	24,423,563
Unpaid salaries and other payroll dues	3,660,672	7,034
	<b>24,693,409</b>	<b>36,638,045</b>

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Notes forming part of financial statements as on 31st March, 2020 (contd.)

**Note No. : 10 Short term provisions**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
Provision for income tax	82,396,498	75,072,498
Provision for employee benefits - Gratuity	201,214	166,905
	<b>82,597,712</b>	<b>75,239,403</b>

**Note No. : 14 Long term loans and advances**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>(Unsecured, considered good)</b>		
Advances for capital goods	-	290,500
Security deposits	194,542	194,542
	<b>194,542</b>	<b>485,042</b>

**Note No. : 15 Other non-current assets**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
Fixed deposits with banks * (Non current portion with original maturity period of more than 12 months)	40,742,649	35,282,536
	<b>40,742,649</b>	<b>35,282,536</b>
* Pledged with bank against margin money		

**Note No. : 16 Inventories**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>(Valued at lower of cost and net realisable value)</b>		
Raw materials	173,532,307	103,683,705
Work in progress	68,904,418	44,900,296
Finished goods	58,583,503	83,290,433
Stores & spares	8,836,441	19,979,236
	<b>309,856,669</b>	<b>251,853,670</b>

**Note No. : 17 Trade receivables**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>( Unsecured, considered good )</b>		
Outstanding for a period exceeding six months from due date	124,645,776	97,278,548
Others	381,532,220	653,546,989
	<b>506,177,996</b>	<b>750,825,537</b>

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Notes forming part of financial statements as on 31st March, 2020 (contd.)

**Note No. : 18 Cash and bank balances**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>Cash and cash equivalents:</b>		
Cash on hand (as certified by the management)	1,794,045	4,795,166
Balance with schedule bank in current account	15,798	28,652
Fixed deposits with banks (Original maturity period upto 3 months)	-	21,416,463
	1,809,843	26,240,281
<b>Other bank balances:</b>		
Fixed deposits with banks*		
-Original maturity more than 12 months**	28,995,018	18,324,830
-Original maturity upto 12 months	23,787,262	-
	52,782,280	18,324,830
	<b>54,592,123</b>	<b>44,565,111</b>
*Pledged with banks against Letters of Credit and Bank Guarantees.		
** Fixed deposits with original maturity more than 12 months are redeemable within one year from the date of the financial statements.		

**Note No. : 19 Short term loans and advances**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>(Unsecured, considered good)</b>		
Security deposits	12,620,420	13,925,585
<b>Other loans and advances</b>		
Advance tax and duties	129,674,341	82,175,707
Advances to suppliers	25,983,206	3,000,802
Advances to others	17,285,541	3,672,889
Prepaid expenses	720,415	704,582
	<b>186,283,923</b>	<b>103,479,565</b>

**Note No. : 20 Other current assets**

Particulars	As at 31st March, 2020 (Rs.)	As at 31st March, 2019 (Rs.)
<b>(Unsecured, considered good)</b>		
Others		
Other receivables	11,161,763	-
	<b>11,161,763</b>	<b>-</b>

**Note No. 21 : Revenue from operations**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
<b><u>Sale of products</u></b>		
Manufactured goods		
Industrial steel wires and galvanized wires	1,713,067,693	2,744,120,114
<b>Total</b>	<b>1,713,067,693</b>	<b>2,744,120,114</b>

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Notes forming part of financial statements as on 31st March, 2020 (contd.)

**Note No. 22 : Other Income**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
Export incentive	5,334,609	644,094
Exchange fluctuation	-	1,566,680
Income from MEIS license	11,161,763	-
<b>Interest income on</b>		
-Fixed deposits	6,408,397	3,348,099
-Others (tax deducted at source Rs 14,71,947/- PY. Rs 13,10,958/-)	10,604,499	9,735,304
Net gain on sale of non- current investment	1,394,850	-
Dividend income on non- current investment	-	11,327
Insurance claim	-	1,979,742
Freight charges	9,455,532	19,219,522
Labour charges (tax deducted at source Rs 1,05,276/- PY Nil /-)	5,263,800	-
Discounts and rebates	8,864,957	5,107,690
Sundry balances written back	5,329,806	-
Miscellaneous income	226,500	1,229,562
	<b>64,044,713</b>	<b>42,842,020</b>

**Note No. 23 : Cost of material consumed**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
<b>Raw material consumed</b>		
Opening stock	103,683,705	139,445,719
Add: Purchases	1,463,237,734	2,189,456,600
	1,566,921,439	2,328,902,319
Less: Closing stock	173,532,307	103,683,705
	<b>1,393,389,132</b>	<b>2,225,218,614</b>

**Note No. 24 : Changes in inventory of finished goods and work-in-progress**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
<b>Opening stock</b>		
- Finished goods	83,290,433	69,575,810
- Work in progress	44,900,296	23,181,539
	128,190,729	92,757,349
<b>Less: Closing stock</b>		
- Finished goods	58,583,503	83,290,433
- Work in progress	68,904,418	44,900,296
	127,487,921	128,190,729
	<b>702,808</b>	<b>(35,433,380)</b>

**Note No. 25 : Employee benefits expense**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
Salary and wages*	56,758,621	60,067,851
Contribution to provident fund	2,745,986	2,604,971
Staff welfare expense	1,953,620	584,123
Bonus	2,908,581	2,836,579
Gratuity expense	1,779,533	1,102,271
	<b>66,146,341</b>	<b>67,195,795</b>
*Includes Director's Remuneration Rs. 56,40,000/- (Previous year Rs. 51,70,000/-).		



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Notes forming part of financial statements as on 31st March, 2020 (contd.)

**Note No. 26 : Finance costs**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
Interest expense		
on Term loan	2,673,558	13,273,661
on Working capital loan	28,368,979	31,222,231
on Packing credit	724,804	158,358
on Others*	29,777	428,640
Other borrowing costs	23,380,387	31,882,594
	<b>55,177,505</b>	<b>76,965,484</b>
*Interest on statutory dues.		

**Note No. 27 : Depreciation expense**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
Depreciation on property, plant and equipment [ Refer Note no. 11 ]	31,002,843	35,152,489
	<b>31,002,843</b>	<b>35,152,489</b>

**Note No. 28 : Other expense**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
Consumption of stores	52,496,086	98,746,291
Repairs & maintenance		
- Building	212,830	580,413
- Others	13,692,787	20,581,893
Clearing & forwarding charges	1,994,413	1,573,978
Power & fuel expense	56,029,056	65,872,874
Carriage inward	22,737,950	32,769,671
Conversion charges	1,445,151	8,621,721
Insurance charges	5,919,989	3,783,374
Exchange fluctuation loss	678,559	-
Security charges	595,711	536,049
Rent, rates & taxes	3,967,359	3,619,077
Audit fees		
- Statutory audit	95,000	95,000
- Tax audit	30,000	30,000
- Others	14,000	-
Advertisement expense	322,701	440,400
Maintenance charges	1,139,235	619,320
Travelling & conveyance	1,420,994	2,571,679
Bad debt	2,990,110	59,951
Bank charges and commission	2,368,663	3,675,499
Car expense	1,157,598	1,786,632
Legal & professional expenses	2,878,703	3,153,077
Printing, stationery & postage	291,784	366,636
Membership & subscription	203,580	54,526
Computer expenses	103,570	91,644
Telephone expense	175,266	315,470
Laboratory testing charges	280,909	572,988
Filling Fees	12,100	57,900
Carriage outward	31,550,907	60,683,640
Sales promotion expenses	11,539	1,622,945
Brokerage & commission	167,354	1,006,174
Discounts and rebates	4,934,803	1,507,185
Miscellaneous expenses	1,694,593	2,120,260
	<b>211,613,300</b>	<b>317,516,266</b>

KRIKA WIRES LIMITED  
(FORMERLY KRIKA WIRES PRIVATE LIMITED)  
CIN: L27102WB2004PLC098699

Notes forming part of financial statements as on 31st March, 2020 (contd.)

**Note No. 29 : Tax expense**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
<b>Amount recognized in statement of profit and loss</b>		
Current tax	7,324,000	37,345,000
Deferred tax	(3,282,771)	(4,460,415)
	<b>4,041,229</b>	<b>32,884,585</b>
<b>Reconciliation of tax expenses</b>		
Profit before tax	19,080,477	100,346,866
Applicable tax rate (%)*	27.82	33.38
<b>Computed tax expense</b>	5,308,189	33,499,798
<b>Adjustments for:</b>		
Expenses not allowed for tax purpose	9,120,057	12,107,070
Additional allowances for taxation purpose	7,104,245	8,261,868
	<b>7,324,000</b>	<b>37,345,000</b>
* Tax rate @ 25% has been applicable for the Financial year 2019-20, whereas Tax rate @ 30% has been applicable for the Financial year 2018-19		

**Note No. 30 : Earnings per share**

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
(a) Amount used as the numerator: Profit for the year (A) (Rs.)	15,039,248	67,462,281
(b) Weighted average number of equity shares outstanding used as denominator for computing basic earnings per share - (B)	17,752,000	15,260,307
(c) Weighted average number of equity shares outstanding used as denominator for computing diluted earnings per share - (C)	17,752,000	15,260,307
(d) Nominal value of equity shares (Rs.)	10.00	10.00
(e) Basic earnings per share (Rs.) (A/B)	0.85	4.42
(f) Diluted earnings per share (Rs.) (A/C)	0.85	4.42

KRITIKA WIRES LIMITED  
(FORMERLY KRITIKA WIRES PRIVATE LIMITED)  
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Notes forming part of financial statements as on 31st March, 2020 (contd.)

31) Contingent liabilities and commitments (to the extent not provided for)

Particulars	For the year ended 31st March, 2020 (Rs.)	For the year ended 31st March, 2019 (Rs.)
<b>a) Contingent liabilities :</b>		
Claims against the company not acknowledged as debts :		
Guarantee given by bank on behalf of company	148,703,081	133,391,850
<b>b) Commitments :</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	540,500
Advance paid against above	-	290,500

The amounts shown in (a) above represent the best possible estimates arrived at on the basis of available information. The uncertainties and timing of the cash flows are dependent on the outcome of different legal processes which have been invoked by the Company or the claimants as the case may be and therefore cannot be estimated accurately. The Company does not expect any reimbursement in respect of above contingent liabilities.

32) Section 22 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006:

Based on the information/documents available with the Company, information as per the requirement of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 with respect to trade payables, suppliers of capital goods and creditors for expenses are as follows:

As at 31st March, 2020 :

(Amount in Rs.)

Sl. No.	Description	Trade Payables	Payable to suppliers of capital goods	Payable to creditors for expenses	Total
a)	The principal amount remaining unpaid to suppliers as at the end of accounting year	-	-	816,154	816,154
b)	The interest due thereon remaining unpaid to suppliers as at the end of accounting year	-	-	3,167	3,167
c)	The amount of interest paid by the Company in terms of section 16, of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	-	-	-	-
d)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-	-	-
e)	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year	-	-	-	-
f)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-	-

As at 31st March, 2019 :

According to the information available with the company there are no dues payable to Micro and small enterprises as defined under Micro, Small, and Medium Enterprises Development Act, 2006.

33) Related party disclosures as per Accounting Standard - 18 are given below :

I. List of the Related Party where control exists and related parties with whom transaction have taken place and relationship:

a) **Investor having significantly influenced**  
Gunnayak Commercial Pvt. Ltd.

b) **Key Managerial Personnel**  
1) Sri Naresh Kumar Agarwal  
2) Sri Sanjeev Kumar Binani  
3) Sri Hanuman Prasad Agarwal  
4) Sri Ankush Agarwal  
5) Sri Mahesh Kumar Sharma

c) **Enterprises owned or significantly influenced by Key Managerial Person and their Relative (others)**  
Alltime Suppliers Pvt. Ltd.  
Classic Electrodes (I) Ltd.  
Jai Hanuman Industrial Corporation  
Mohta Agencies Pvt. Ltd.  
Panchshul Merchants Pvt. Ltd.  
R A Computech Investment & Consultant Pvt. Ltd.

**Note: Related Party transaction is as identified by the company and relied upon by the auditor**

KRITIKA WIRES LIMITED  
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Notes forming part of financial statements as on 31st March, 2020 (contd.)

II. Transaction with related parties during the year: (Amount Rs.)

Nature of Transaction	Investor having significantly influenced	Key Managerial Personnel	Enterprises owned or significantly influenced by Key Managerial Person and their Relative
<b>Sales</b>			
Classic Electrodes (I) Ltd.	-	-	50,070,188
	-	-	(-)
<b>Purchases</b>			
Classic Electrodes (I) Ltd.	-	-	85,465,061
	-	-	(120,644,285)
Jai Hanuman Industrial Corporation	-	-	278,975,624
	-	-	(436,177,821)
<b>Electricity charges paid</b>			
Classic Electrodes (I) Ltd.	-	-	155,471
	-	-	(-)
<b>Labour charges received</b>			
Classic Electrodes (I) Ltd.	-	-	5,263,800
	-	-	(-)
<b>Interest paid</b>			
Alltime Suppliers Pvt. Ltd.	-	-	829,827
	-	-	(1,421,387)
Mohta Agencies Pvt. Ltd.	-	-	726,139
	-	-	(1,201,448)
Panchshul Merchants Pvt. Ltd.	-	-	35,718
	-	-	(19,607)
<b>Repairs and mantainance expenses</b>			
Classic Electrodes (I) Ltd.	-	-	88,040
	-	-	(84,705)
<b>Rent paid</b>			
Classic Electrodes (I) Ltd.	-	-	1,203,600
	-	-	(702,100)
<b>Directors' remuneration</b>			
Ankush Agarwal	-	2,040,000	-
	-	(1,870,000)	-
Hanuman Prasad Agarwal	-	3,000,000	-
	-	(2,750,000)	-
Naresh Agarwal	-	600,000	-
	-	(550,000)	-
<b>Unsecured loan taken</b>			
Alltime Suppliers Pvt. Ltd.	-	-	15,000,000
	-	-	(23,500,000)
Gunnayak Commercial Pvt.Ltd.	-	-	15,000,000
	-	-	(-)
Panchshul Merchants Pvt. Ltd.	-	-	-
	-	-	(280,000)
<b>Unsecured loan repayment</b>			
Alltime Suppliers Pvt. Ltd.	-	-	31,822,489
	-	-	(10,800,000)
Mohta Agencies Pvt.Ltd.	-	-	11,746,889
	-	-	(-)
Gunnayak Commercial Pvt. Ltd.	-	-	15,000,000
	-	-	(-)

KRITIKA WIRES LIMITED  
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Notes forming part of financial statements as on 31st March, 2020 (contd.)

III. **Balances with related parties at the end of the year:** (Amount in Rs.)

Name of related party	Associates	Key Managerial Personnel	Enterprises owned or significantly influenced by Key Managerial Person and their Relative
<b>Trade receivables</b>			
Classic Electrodes (I) Ltd.	-	-	1,278,721
	-	-	(112,510,217)
Jai Hanuman Industrial Corporation	-	-	60,340,740
	-	-	(95,385,116)
<b>Unsecured Loan</b>			
Alltime Suppliers Pvt. Ltd.	-	-	-
	-	-	(16,075,645)
Mohta Agencies Pvt. Ltd.	-	-	-
	-	-	(11,093,364)
Panchshul Merchants Pvt. Ltd.	-	-	329,792
	-	-	(297,646)

Note: Figures in the bracket relate to the previous year.

34) **Employee benefits in accordance with Accounting Standard-15:**

As per Accounting Standard - 15 "Employee Benefits", the disclosure of Employee Benefits as defined in the Accounting Standard are as follows:

a) **Defined Contribution Plan:**

Employee benefits in the form of Provident Fund are considered as defined contribution plan. The contributions to the fund are made in accordance with the relevant statute and are recognised as expense when employees have rendered service entitling them to the contribution. The contributions to defined contribution plan, recognised as expense in the Statement of Profit and Loss is as under :

Defined Contribution Plan	Year ended 31st March' 20	Year ended 31st March' 19
Employers' Contribution to Provident Fund	(Rs.) 2,745,986	(Rs.) 2,604,971

b) **Defined Benefit Plan:**

Long-term employee benefits in the form of gratuity are considered as defined benefit obligation. The present value of obligation is determined based on actuarial valuation using projected unit credit method as at the Balance Sheet date. The amount of defined benefits recognised in the Balance Sheet represents the present value of the obligation as adjusted for unrecognised past service cost and as reduced by the fair value of plan assets.

Any asset resulting from this calculation is limited to the discounted value of any economic benefit available in the form of refunds from the plan or reduction in future contribution to the plan. The amount recognised in the Accounts in respect of Employees Benefit Schemes based on actuarial reports are as follows :

c) **Details of unfunded post retirement plans are as follows :**

Sl. No.	Particulars	Gratuity	
		2019-20 Rs.	2018-19 Rs.
<b>I. Components of Employer Expense:</b>			
1 Current Service Cost		1,300,433	1,130,286
2 Past Service Cost		-	-
3 Interest Cost		296,416	225,674
4 Expected Return on Plan Asset		-	-
5 Actuarial gain/(loss) recognized in the year		182,684	(253,689)
6 <b>Net Expense Recognized in Statement of Profit and Loss</b>		<b>1,779,533</b>	<b>1,102,271</b>

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Notes forming part of financial statements as on 31st March, 2020 (contd.)

Sl. No.	Particulars	Gratuity	
		2019-20 Rs.	2018-19 Rs.
<b>II.</b>	<b>Change in Present Value of Defined Benefit Obligation:</b>		
1	Present Value of Defined Benefit Obligation at the Beginning of the year	3,996,929	2,967,003
2	Interest Cost	296,416	225,674
3	Past Service Cost	-	-
4	Current Service Cost	1,300,433	1,130,286
5	Employees Contribution	-	-
7	Benefits Paid	(254,532)	(72,345)
8	Actuarial (Gain) / Loss	182,684	(253,689)
9	<b>Present Value of Obligation at the End of the year</b>	<b>5,521,930</b>	<b>3,996,929</b>
<b>III.</b>	<b>Change in Fair Value of Plan Assets during the year :</b>		
1	Plan Assets at the beginning of the year	-	-
2	Actual Company Contribution	254,532	72,345
3	Expected return on Plan Assets	-	-
4	Contributions paid	-	-
5	Benefit Paid	(254,532)	(72,345)
6	Actuarial Gain/(Loss)	-	-
7	<b>Plan Assets at the end of the Year</b>	<b>-</b>	<b>-</b>
<b>IV.</b>	<b>Net Assets/(Liability) recognised in the Balance Sheet as at the year end:</b>		
1	Present value of Defined benefit Obligation	5,521,930	3,996,929
2	Fair Value of Plant Asset	-	-
3	Funded Status [Surplus/(Deficit)]	(5,521,930)	(3,996,929)
4	<b>Net Asset/ (Liability) recognised in Balance Sheet</b>	<b>(5,521,930)</b>	<b>(3,996,929)</b>
<b>V</b>	<b>Actuarial Assumptions:</b>		
1	Discount Rate (per annum) %	6.65%	7.66%
2	Expected return on Plan Assets (per annum) %	6.65%	7.66%
3	Expected Rate of Salary increase %	5.00%	5.00%
4	Retirement/Superannuation Age (No. of years)	58	58
<b>VI</b>	<b>Expected Employer's Contribution for the next year :</b>		
	Expected Employer's Contribution for the next year	N.A.	N.A.
<b>VII</b>	<b>The history of experience adjustments for funded post retirement plans are as follows</b>		
1	Present value of defined benefit obligation	5,521,930	3,996,929
2	Fair value of plan assets	-	-
3	(Deficit)/Surplus	(5,521,930)	(3,996,929)
4	Experience adjustments of plan assets Gain/(Loss)	-	-
5	Experience adjustments on plan liabilities (Gain)/Loss	(535,645)	(3,996,929)
6	Experience adjustments on plan liabilities due to change in assumption (Gain)/Loss	718,319	22,414

**d) History of experience adjustments for unfunded post retirement plans:**

The history of experience adjustments for years 2015-16, 2016-17 and 2017-18 of unfunded post retirement plans is not available and therefore , not disclosed.

**e) Basis of estimates of rate of escalation in salary:**

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The actuary certifies the above information.

**35) Expenditure on Corporate Social Responsibilities (CSR) activities in accordance with Section 135 of The Companies Act, 2013:**

As per Section 135 of Companies Act, 2013, a company, meeting the applicability threshold, needs to spend atleast 2% of its average net profit for the immediately preceding 3 financial years on corporate social responsibility (CSR) activities.

- (i) Gross amount required to be spent by the Company during the year is Rs 14,27,423/- (P.Y. Rs 9,01,819)  
(ii) Amount spent during the year: NIL (Previous year NIL).

**36) Segment information as per Accounting Standard - 17 on 'Segment Reporting' :**

Since the company's business activity primarily falls within a single business segment i.e. manufacturing, exporting and supplying of Industrial steel wires and galvanized wires, the disclosure requirement of Accounting Standard (AS 17) 'segment reporting' is not applicable to the Company.

KRITIKA WIRES LIMITED  
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Notes forming part of financial statements as on 31st March, 2020 (contd.)

37) **Balance confirmations:**

Trade Receivables/Advances / Deposits/ Trade Payable are subject to confirmation.

38) **Impairment of Assets in accordance with Accounting Standard-28:**

The Company has identified two manufacturing facilities at Sankrail Industrial Park, Jangalpur, PO. Kanduah, Howrah - 711302 as its cash generating units and carried out test for impairment of Assets on the basis of indications set out in Accounting Standard - 28 "Accounting for " Impairment of Assets" at the balance sheet date. The company did not find any Impairment in its Assets as at 31st March 2020.

39) **Details of Loans given, investments made and guarantee given covered u/s 186(4) of the Companies Act, 2013:**

- (a) The particulars of investments made are given under Note No. 13  
(b) The Company has not given any loan during the year.  
(c) The Company has not given any guarantee and has not provided any security.

40) **Government grants as per Accounting Standard-12:**

Government Grants are recognized at fair value when there is reasonable assurance that the grant would be received and the company would comply with all the conditions attached with them.

The following are the government grants received during the financial year ended 31st March, 2020:

SL. No.	Particulars	Amount in Rs.	
		2019-20	2018-19
I.	<b>Duty drawbacks received:</b> Export incentives under Chapter 73 of the Customs Tariff Act, 1975	5,334,609	644,094

The company has complied with all the conditions for availment of the government grants during the year.  
No contingencies have been recongnized in relation to the government grants received during the year.

41) **Foreign currency transactions:**

The following are the details of the foreign currency transactions that were entered into by the company during the relevant period:

SL. No.	Particulars	Amount in Rs.	
		2019-20	2018-19
I.	<b>CIF value of imports in respect of:</b> - Raw material	263,373,042	61,833,374
II.	<b>Receipts in foreign currency:</b> - Export of finished goods	279,748,452	83,157,242
III	<b>Expenditure incurred in foreign currency:</b> - Foreign travel expenses	676,301	NIL
<b>TOTAL (I+II+III)</b>		<b>543,797,795</b>	<b>144,990,616</b>

KRITIKA WIRES LIMITED  
(FORMERLY KRITIKA WIRES PRIVATE LIMITED)  
CIN: L27102WB2004PLCO98699

Notes forming part of financial statements as on 31st March, 2020 (contd.)

42) Consumption of imported / indigenous raw materials, spare parts, components and stores & the percentage thereof:

The following are the details of consumption of imported and indigenous raw materials, spare parts, components and stores:

SL. No.	Particulars	2019-20		2018-19	
		Percentage	Amount (Rs.)	Percentage	Amount (Rs.)
I.	<b>Raw Material</b>				
1	Imported	15.27%	212,824,309	2.77%	61,833,374
2	Indigenous	84.73%	1,180,564,823	97.23%	2,163,385,241
		<b>100.00%</b>	<b>1,393,389,132</b>	<b>100.00%</b>	<b>2,225,218,615</b>
II	<b>Stores</b>				
	Indigenous	100.00%	52,496,086	100%	98,746,292
		<b>100.00%</b>	<b>52,496,086</b>	<b>100%</b>	<b>98,746,292</b>

43) Impact of COVID-19 on the company's business:

The outbreak of Coronavirus (COVID-19) is causing significant disturbance and slowdown of economic activity in India and across the globe. The Company has evaluated the impact of this pandemic in its business operations. Based on its review and current indicators of economic conditions, there is no significant impact on its financial statements for the year ended 31-03-2020. The Company will continue to closely monitor any material changes arising from future economic conditions and impact on its business.

44) Previous year's figures:

The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

The accompanying notes 1 to 44 are an integral part of the financial statements.

As per our report of even date attached.

For G. P. Agrawal & Co.  
Chartered Accountants  
Firm's Registration No. - 302082E

s/d  
(CA. Rakesh Kumar Singh)  
Partner  
Membership No. 066421

Place of Signature: Kolkata  
Date: 30th day of July, 2020

For and on behalf of the Board of Directors

s/d  
Hanuman Prasad Agarwal  
(Managing Director)  
(DIN: 00654218)

s/d  
Anand Kumar Sharma  
(Chief Financial Officer)

s/d  
Naresh Kumar Agarwal  
(Chairman)  
(DIN: 01020334)

s/d  
Mahesh Kumar Sharma  
(Company Secretary)



## **BOARD'S REPORT**

Dear Members,

Your Directors have pleasure in presenting the 16<sup>th</sup> Annual Report on the business and operations of your Company together with the Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2020.

### **FINANCIAL HIGHLIGHTS**

The financial highlights of the Company are summarized below:

<b>Particulars</b>	<b>(Amount Rs.)</b>	
	<b>31<sup>st</sup> March, 2020</b>	<b>31<sup>st</sup> March, 2019</b>
Total Income	1,77,71,12,406	2,78,69,62,135
Total Expenses	1,75,80,31,929	2,68,66,15,269
Profit or Loss before Extraordinary items and Exceptional and Tax	1,90,80,477	10,03,46,866
Less: Exceptional and Extra-Ordinary Items	-	-
Profit or Loss before tax	1,90,80,477	10,03,46,866
Less: Current Tax	73,24,000	3,73,45,000
Deferred Tax	(32,82,771)	(44,60,415)
Profit or Loss after Tax	<b>1,50,39,248</b>	<b>6,74,62,281</b>

### **REVIEW OF OPERATIONS AND FUTURE PROSPECTS**

During the year under review, the total income and profit of the Company stood at Rs. 1,77,71,12,406/- and Rs. 1,50,39,248/- respectively. Your Company has a dedicated team of Management and Operating Personnel who have been instrumental in the growth of the business over the years. Your Directors believe that the Company has the potential to further scale up its business volumes and profitability and are in the process of identifying new avenues of growth and effective utilization of its existing resources.

### **IMPACT OF CORONA VIRUS DISEASE (COVID- 19)**

The global outbreak of Corona Virus Disease is causing significant disturbance and slowdown of economic activity in India and across the globe. The Company has evaluated the impact of this pandemic on its business operations. Based on its review and current indicators of economic conditions, there is no significant impact on its financial results for the financial year ended 31<sup>st</sup> March, 2020. The Company will continue to closely monitor any material changes arising from future economic conditions and its impact on the business.

### **LISTING WITH STOCK EXCHANGE**

The Equity Shares of the Company are listed on SME Platform of NSE Limited w.e.f. 10<sup>th</sup> October, 2018.

### **DIVIDEND**

To conserve resources and plough back profits, your Directors have not recommended any dividend for the period under review.

### **RESERVES**

During the year under review, your Directors have not proposed to transfer any amount to Reserves.

### **ANNUAL RETURN**

Pursuant to the provisions of Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return is furnished in Form MGT-9 and appended to this report as “Annexure-I”.

### **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

### **MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

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

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

The Company is taking all reliable measures for conservation of energy. In respect of the current period, no such technology absorption has been undertaken by the Company.

During the period under review, the Company had total earning in foreign currency of Rs. 27,97,48,452/- (Rs. 26,65,44,247 belongs to direct export and Rs. 1,32,04,205 belongs to deemed report) and foreign outgo of Rs. 26,40,49,343/- (Rs. 15,43,13,418 belongs to direct import and Rs. 10,90,59,625 belongs to high seas purchase).

### **STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal. The Company is not subject to any specific risk except risks associated with the general business of the Company as applicable to the whole industry. At present, the Company has not identified any element of risk which may threaten the existence of the Company.

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

The Company has not given any loan or provided any guarantee or made any investment under provision of Section 186 of the Companies Act, 2013. However, the particulars of loans, guarantees or investments made by the Company are given in notes to Financial Statements.

### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

All transactions entered with Related Parties during the financial year were on an arm's length basis and were in ordinary course of business and the provisions of Section 188 of the Companies Act, 2013 are not attracted. Thus, disclosure in Form AOC- 2 is not required. Further, there are no materially significant related party transactions during the period under review made by the Company with Promoters, Directors or other designated person which may have a potential conflict with the interest of the Company at large. However, details of all related party transactions are given in notes to Financial Statements.

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

There was no change in the Directors and Key Managerial Personnel of the Company during the Financial Year 2019-2020. Mr. Naresh Kumar Agarwal (DIN: 01020334), Chairman cum Whole-time Director of the Company, retires by rotation and being eligible offers himself for re-appointment, as per the provisions of Section 152 of the Companies Act, 2013.

None of the Directors of the Company are disqualified for appointment or for continuation as Director of the Company in terms of the provisions of Section 164 of the Companies Act, 2013.

### **DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received requisite declarations/ confirmations from all the Independent Directors confirming their independence as per provisions of Section 149(6) of the Companies Act, 2013. The Board relies on their declaration of independence.

## **FAMILARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

As a practice, all new Directors (including Independent Directors) inducted to the Board go through a structured orientation programme. To familiarize the new Directors with the strategy, operations and functions of our Company, the senior managerial personnel make presentation for the inductees about the Company's strategy, operations, product and service offerings, markets, finance, quality etc.

## **SEPARATE MEETING OF THE INDEPENDENT DIRECTORS**

A separate meeting of Independent Directors was held on 28<sup>th</sup> December, 2019, without the attendance of Non - Independent Directors and members of Management.

## **BOARD MEETINGS**

During the period under review, 6 (six) meetings of Board of Directors were held on 10<sup>th</sup> April, 2019, 29<sup>th</sup> May, 2019, 25<sup>th</sup> June, 2019, 06<sup>th</sup> September, 2019, 14<sup>th</sup> November, 2019 and 21<sup>st</sup> January, 2020 respectively. The gap between two consecutive meetings was not more than one hundred and twenty days as provided in section 173 of the Companies Act, 2013.

## **COMMITTEES OF THE BOARD**

Presently, the Board has three Committee, the details of which are given below:

### *Audit Committee*

The Board of Directors had constituted an Audit Committee in compliance with the provisions of Section 177 of the Companies Act, 2013. The Audit Committee reviews the Audit Reports submitted by the internal auditors and statutory auditors, financial results and effectiveness of internal audit process, the Company's Risk Management Strategy and vigil mechanism. It reviews the Company's established systems and the Committee is governed by the provisions of the Companies Act, 2013. During the year, two Audit Committee Meetings were held on 29<sup>th</sup> May, 2019 and 14<sup>th</sup> November, 2019 respectively.

### *Nomination and Remuneration Committee*

The Board of Directors had constituted Nomination and Remuneration Committee in compliance with the provisions of Section 178 of the Companies Act, 2013. This Committee identifies the persons, who are qualified to become Directors of the Company/who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and also carries out evaluation of every director's performance.

During the year, the Nomination and Remuneration Committee have met one time on 31<sup>st</sup> January, 2020.

### *Corporate Social Responsibility Committee*

In terms of Section 135 and Schedule VII of the Companies Act, 2013, the Board of Directors of your Company constituted a Corporate Social Responsibility (CSR) Committee. The Committee has identified the area for spending the CSR amount and will spend the amount shortly.

During the year under review, the Committee had met one time on 31<sup>st</sup> January, 2020.

### **ANNUAL EVALUATION BY THE BOARD**

Pursuant to the provision of Companies Act, 2013, Rules made thereunder and as per policy of the Company, separate meeting of independent directors was held to evaluate the performance of non-independent directors, performance of the board as a whole, taking into account the views of executive directors and non-executive directors.

Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated. Evaluation of the performance of the board, its committees and individual directors has been carried out after taking into consideration attendance, contribution, remuneration and other criteria as recommended and reviewed by the Nomination and Remuneration Committee of the Company.

### **VIGIL MECHANISM/WHISTLE BLOWER POLICY**

The Company has adopted a Whistle Blower Policy to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. It aims to provide an avenue for employees through this policy to raise their concerns on any violation of legal or regulatory requirements, suspicious fraud, misfeasance, misrepresentation of any financial statements and reports. It also provides for direct access to the Chairman of the Audit Committee. The Whistle Blower Policy is available on the Company's website [www.kritikawires.com](http://www.kritikawires.com).

### **REMUNERATION POLICY**

Pursuant to provisions of Section 178(3) of the Companies Act, 2013, the Board has framed a policy for selection, appointment and remuneration of Directors and Key Managerial Personnel including criteria for determining qualifications, positive attributes and independence of Directors. The Remuneration Policy has been uploaded on the Company's website [www.kritikawires.com](http://www.kritikawires.com).

## **DIRECTORS' RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(3)© read with 134(5) of the Companies Act, 2013, your Directors state that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) the Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, Joint Venture or Associate Company as on 31<sup>st</sup> March, 2020.

## **DEPOSITS**

The Company has not accepted any deposit from the public during the year under review as covered the provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

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

The Company has its internal financial control systems commensurate with the size and complexity of its operations, to ensure proper recording of financials and monitoring of operational effectiveness and compliance of various regulatory and statutory requirements.

The management regularly monitors the safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records including timely preparation of reliable financial information.

## **AUDITORS AND AUDITORS REPORT**

### *Statutory Auditor*

At the 15<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2019, M/s. G. P. Agrawal & Co., Chartered Accountants, had been appointed as statutory auditors of the Company for a term of 5 years from the Financial Year 2019-2020 onwards.

The Auditors' Report read together with the notes on Accounts are self-explanatory and therefore do not call for any further explanation and comments. No frauds were reported by the Auditor under sub-section 12 of Section 143 of the Companies Act, 2013.

### *Internal auditor*

M/s. P. Khetan & Company, Chartered Accountants were appointed as the Internal Auditor of the Company for the Financial Year 2019-20. However, they have placed their resignation before the Company and to fill the vacancy, the Company had appointed M/s. M. Kumar Jain & Co., Chartered Accountants, as the Internal Auditor of the Company for the Financial Year 2020-2021.

### *Cost Auditor*

The Company is maintaining the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

Further, your Board has appointed M/s. Sohanlal Jalan and Associates, Cost Accountants as Cost Auditors of the Company for conducting cost audit for the financial year 2020-21. Accordingly, a resolution seeking approval of the members for ratifying the remuneration payable to Cost Auditors for financial year 2020-21 is provided in the notice to the ensuing Annual General Meeting.

## **EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS**

There are no qualifications, reservations or adverse remarks made by the auditors in their reports.

## **CORPORATE GOVERNANCE**

The Company, being listed on the SME Platform of National Stock Exchange of India Limited, is exempted from provisions of Corporate Governance as per Regulation 15 of the SEBI (LODR) Regulations, 2015. Hence, no corporate governance report is required to be disclosed with Annual Report. It is pertinent to mention that the Company follows majority of the provisions of the corporate governance voluntarily as a part of good Corporate Governance.

## **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS**

There has been no significant and material order passed by any regulators or courts or tribunals, impacting the going concern status of the Company and its future operations.

## **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has always been committed to provide a safe and conducive work environment to its employees. The Company in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Further, the Company has constituted an Internal Complaints Committee for redressing the complaints against sexual harassment. There was no complaint received during the year.

## **REMUNERATION RATIO TO DIRECTORS/KMP/EMPLOYEES**

The information required under Section 197 of the Companies Act, 2013 read with Companies (Appointment & Remuneration of managerial Personnel) Rules, 2014 in respect of Directors/employees of the Company is attached as “Annexure-II” to this Report.

## **OTHER DISCLOSURE REQUIREMENTS**

- a) The disclosures and reporting with respect to issue of equity shares with differential rights as to dividend, voting or otherwise is not applicable as the Company has not issued any such shares during the reporting period.
- b) The disclosures and reporting on issue of shares (including sweat equity shares and Issue of Shares under Employees Stock Option Scheme) to employees of the Company under any scheme are not applicable as the Company has not issued any such shares during the reporting period.
- c) The company has complied with the applicable provisions of Secretarial Standards, SS-1 and SS-2, with respect to convening of Board Meetings and General Meetings during the period under review.
- d) There was no change in the nature of business of company.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations (LODR), 2015, the Management Discussion and Analysis Report is presented in separate section forming part of this Annual Report.



## ACKNOWLEDGEMENTS

Your Directors take this opportunity to express their thanks to various departments of the Central and State Government, Bankers, Customers and Shareholders for their continued support. The Directors, further, wish to place on record the appreciation for the dedicated efforts put in by the employees of the Company at all levels.

For and on behalf of the Board  
**Kiritka Wires Limited**

s/d  
**Hanuman Prasad Agarwal**  
Managing Director  
(DIN: 00654218)

s/d  
**Naresh Kumar Agarwal**  
Chairman  
(DIN: 01020334)

Place: Kolkata  
Date: 04<sup>th</sup> September, 2020

## MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

### *Industry Structure and Development*

In 2019-20, the Indian economy grew by 4.2% against 6.1% expansion in 2018-19. Growth among advanced economies was forecast to drop to 2% during the year. However, due to global outbreak of Corona Virus Disease (COVID-19), the International Monetary Fund has projected a sharp contraction of the global economy to a status much worse than what resulted from the 2008-09 financial crisis.

The Company's main business activities are, manufacturing and sales of all types of Winding Wires to industry and trade segment. The Company is known for its unique product range with its portfolio of all gauges backed by a widespread distribution network. The Company has strong brand equity and a robust business model that has continuously steered its growth over the years. It is one of the most trusted brands providing winding wire solutions to both retail and industrial customers spread across the country.

The overall profitability of the Company during the year under review, as compared to the previous year, has been adversely affected due to unfavorable market conditions prevailing for a major part of the year and to some extent towards the latter part of the March profitability also got impacted on account of the continuous lockdown directed by the Central/State Government in order to prevent spread of Corona Virus.

### *Opportunities and Threats*

Currently the biggest threat is the continuous spread of Corona Virus Disease and its impact. It is expected that overall business will be severely affected which would result in various job losses across the value chain. The business will only be relieved when our country is able to control the COVID-19 pandemic. However, the Indian market still promises to be one of the fastest growing markets in the world.

### *Segments*

The Company is dealing in only one segment i.e., manufacturing and trading of wires.

### *Outlook*

Our focus remains on a key agenda of localization for some of high cost imports as a key de-risking mechanism against future currency depreciation impact on our business.

### ***Risk and Concerns***

The management believes the new fiscal year will be full of challenges due to uncertainties related to the pandemic. Your Company expects demand to gradually come back to normalcy over the next few quarters.

The Company faces risks of different types, each of which need varying approaches for mitigation. It has identified each of the risks and implemented measures to mitigate such risks with the help of competent senior management and outside specialist consultants. The Company has been handling the risk of the competitive forces through its organized business approach, by the strength of its reach, superior quality products, safe products and maintaining high standards of service levels to its customers. The Company enjoys the advantages of economies of scale and backward integration.

### ***Internal Control Systems and their Adequacy***

The scope and authority of the Internal Audit function is well defined in the organization. To maintain its objectivity and independence, the internal audit function reports to the Chairperson of the Audit Committee of the Board. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of the internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The internal financial controls as laid down are adequate and were operating effectively during the year.

### ***Discussion on financial performance with respect to operational performance***

The discussion on financial performance with respect to operational performance is given in Board's Report.

### ***Human Resource Development and Industrial Relations***

Our people are at the heart of how we do business. It is their talent and skills that will take us to our dream of becoming a \$1 billion brand. We continue to invest in building best-in-class teams. Recognizing that the workforce will provide critical competitive edge in its growth endeavor, the Company has laid major emphasis on recruiting, maintaining and developing its human asset base.

### *Cautionary Statement*

Statements in this report on Management Discussion and Analysis, describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking, considering the applicable laws and regulations. These statements are based on certain assumptions and expectation of future events. Actual results could, however, differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include finished goods prices, raw materials costs and availability, global and domestic demand supply conditions, fluctuations in exchange rates, changes in government regulations and tax structure, economic developments within India and the countries with which the Company has business contacts. The Company assumes no responsibility in respect of the forward-looking statements herein, which may undergo changes in future based on subsequent developments, information or events.

For and on behalf of the Board  
**Kiritka Wires Limited**

s/d  
**Hanuman Prasad Agarwal**  
Managing Director  
(DIN: 00654218)

s/d  
**Naresh Kumar Agarwal**  
Chairman  
(DIN: 01020334)

Place: Kolkata

Date: 04<sup>th</sup> September, 2020

## FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2020

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

**I. REGISTRATION & OTHER DETAILS:**

1	CIN	L27102WB2004PLC098699
2	Registration Date	31st May, 2004
3	Name of the Company	Kritika Wires Limited
4	Category/Sub-category of the Company	Company Limited by Shares/Non- Govt. Company
5	Address of the Registered office & contact details	1A, Bonfield Lane, Mezanine Floor, Kolkata 700001
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar and Transfer Agent, if any.	M/s Link Intime India Pvt Ltd "Fort Burlow", 59C, Chowringhee Road, 3rd Floor, Room No-5, Kolkata - 700 020 Tel: (033) 2289 0540 Fax: (033) 2289 0539 E-mail: kolkata@linkintime.co.in Website: www.linkintime.co.in

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

All the business activities contributing 10% or more of the total turnover of the company are given below:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacture of other electronic and electric wires and cables	2372	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

The Company has no holding, subsidiary and associate company.

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

**(i) Category-wise Share Holding**

Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2019				Shareholding at the end of the year - 2020				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	3700000	0	3700000	'20.8427	3700000	0	3700000	'20.8427	'0.0000
(b)	Central Government / State Government(s)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Financial Institutions / Banks	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Any Other (Specify)									
	Bodies Corporate	9240000	0	9240000	'52.0505	9240000	0	9240000	'52.0505	'0.0000
	Sub Total (A)(1)	12940000	0	12940000	'72.8932	12940000	0	12940000	'72.8932	'0.0000
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(b)	Government	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Institutions	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Foreign Portfolio Investor	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(e)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	12940000	0	12940000	'72.8932	12940000	0	12940000	'72.8932	'0.0000
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(b)	Venture Capital Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Alternate Investment Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Foreign Venture Capital Investors	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(e)	Foreign Portfolio Investor	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(f)	Financial Institutions / Banks	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(g)	Insurance Companies	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(h)	Provident Funds/ Pension Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(i)	Any Other (Specify)									
	Sub Total (B)(1)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**
**(i) Category-wise Share Holding**

Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2019				Shareholding at the end of the year - 2020				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
[2]	Central Government/ State Government(s)/ President of India									
	Sub Total (B)(2)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	316000	0	316000	'1.7801	168000	0	168000	'0.9464	'-0.8337
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	2004000	0	2004000	'11.2889	996000	0	996000	'5.6106	'-5.6783
(b)	NBFCs registered with RBI	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(e)	Any Other (Specify)									
	Hindu Undivided Family	248000	0	248000	'1.3970	248000	0	248000	'1.3970	'0.0000
	Clearing Member	100000	0	100000	'0.5633	0	0	0	'0.0000	'-0.5633
	Bodies Corporate	2144000	0	2144000	'12.0775	3400000	0	3400000	'19.1528	'7.0753
	Sub Total (B)(3)	4812000	0	4812000	'27.1068	4812000	0	4812000	'27.1068	'0.0000
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	4812000	0	4812000	'27.1068	4812000	0	4812000	'27.1068	'0.0000
	Total (A)+(B)	17752000	0	17752000	'100.0000	17752000	0	17752000	'100.0000	'0.0000
(C)	Non Promoter - Non Public									
	(C1) Shares Underlying DRs									
[1]	Custodian/DR Holder	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
	(C2) Shares Held By Employee Trust									
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
	<b>Total (A)+(B)+(C)</b>	<b>17752000</b>	<b>0</b>	<b>17752000</b>	<b>'100.0000</b>	<b>17752000</b>	<b>0</b>	<b>17752000</b>	<b>'100.0000</b>	

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

**ii) Shareholding of Promoters**

Sr No	Shareholder's Name	Shareholding at the beginning of the year - 2019			Shareholding at the end of the year - 2020			% change in shareholding during the year
		NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged /encumbered to total shares	NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1	GUNNAYAK COMMERCIAL PRIVATE LIMITED .	3450000	'19.4344	'0.0000	3450000	'19.4344	'0.0000	'0.0000
2	PANCHSHUL MERCHANTS PRIVATE LIMITED .	2000000	'11.2663	'0.0000	2000000	'11.2663	'0.0000	'0.0000
3	HANUMAN PRASAD AGARWAL	1220000	'6.8725	'0.0000	1220000	'6.8725	'0.0000	'0.0000
4	SUSHIL KUMAR AGARWAL	1220000	'6.8725	'0.0000	1220000	'6.8725	'0.0000	'0.0000
5	R A COMPTECH INVESTMENT & CONSULTANT PRIVATE LIMITED	970000	'5.4642	'0.0000	970000	'5.4642	'0.0000	'0.0000
6	ALLTIME SUPPLIERS PRIVATE LIMITED .	940000	'5.2952	'0.0000	980000	'5.5205	'0.0000	'0.2253
7	NARESH KUMAR AGARWAL	840000	'4.7319	'0.0000	840000	'4.7319	'0.0000	'0.0000
8	MOHTA AGENCIES PRIVATE LIMITED .	760000	'4.2812	'0.0000	760000	'4.2812	'0.0000	'0.0000
9	BLUE BIRD DEALERS PRIVATE LIMITED .	560000	'3.1546	'0.0000	560000	'3.1546	'0.0000	'0.0000
10	BALAJI ELECTRODES PVT LTD .	520000	'2.9292	'0.0000	520000	'2.9292	'0.0000	'0.0000
11	SANTOSH AGARWAL	320000	'1.8026	'0.0000	320000	'1.8026	'0.0000	'0.0000
12	NARESH KUMAR AGARWAL .	80000	'0.4507	'0.0000	80000	'0.4507	'0.0000	'0.0000
13	ADITI COMMODITIES PVT LTD .	40000	'0.2253	'0.0000	0	'0.0000	'0.0000	'-0.2253
14	ANIL KUMAR MITTAL	10000	'0.0563	'0.0000	10000	'0.0563	'0.0000	'0.0000
15	SANJEEV BINANI	10000	'0.0563	'0.0000	10000	'0.0563	'0.0000	'0.0000
	<b>Total</b>	<b>12940000</b>	<b>'72.8932</b>	<b>'0.0000</b>	<b>12940000</b>	<b>'72.8932</b>	<b>'0.0000</b>	<b>'0.0000</b>



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) (Contd.)							
(iii) Change in Promoters' Shareholding (please specify, if there is no change)							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	GUNNAYAK COMMERCIAL PRIVATE LIMITED .	3450000	19.4344			3450000	19.4344
	AT THE END OF THE YEAR					3450000	19.4344
2	PANCHSHUL MERCHANTS PRIVATE LIMITED .	2000000	11.2663			2000000	11.2663
	AT THE END OF THE YEAR					2000000	11.2663
3	SUSHIL KUMAR AGARWAL	1220000	6.8725			1220000	6.8725
	AT THE END OF THE YEAR					1220000	6.8725
4	HANUMAN PRASAD AGARWAL	1220000	6.8725			1220000	6.8725
	AT THE END OF THE YEAR					1220000	6.8725
5	ALLTIME SUPPLIERS PRIVATE LIMITED .	940000	5.2952			940000	5.2952
	Transfer			06 Dec 2019	40000	980000	5.5205
	AT THE END OF THE YEAR					980000	5.5205
6	R A COMPTECH INVESTMENT & CONSULTANT PRIVATE LIMITED	970000	5.4642			970000	5.4642
	AT THE END OF THE YEAR					970000	5.4642
7	NARESH KUMAR AGARWAL	840000	4.7319			840000	4.7319
	AT THE END OF THE YEAR					840000	4.7319
8	MOHTA AGENCIES PRIVATE LIMITED .	760000	4.2812			760000	4.2812
	AT THE END OF THE YEAR					760000	4.2812
9	BLUE BIRD DEALERS PRIVATE LIMITED .	560000	3.1546			560000	3.1546
	AT THE END OF THE YEAR					560000	3.1546
10	BALAJI ELECTRODES PVT LTD .	520000	2.9292			520000	2.9292
	AT THE END OF THE YEAR					520000	2.9292
11	SANTOSH AGARWAL	320000	1.8026			320000	1.8026
	AT THE END OF THE YEAR					320000	1.8026
12	NARESH KUMAR AGARWAL .	80000	0.4507			80000	0.4507
	AT THE END OF THE YEAR					80000	0.4507
13	SANJEEV BINANI	10000	0.0563			10000	0.0563
	AT THE END OF THE YEAR					10000	0.0563
14	ANIL KUMAR MITTAL	10000	0.0563			10000	0.0563
	AT THE END OF THE YEAR					10000	0.0563
15	ADITI COMMODITIES PVT LTD .	40000	0.2253			40000	0.2253
	Transfer			22 Nov 2019	(40000)	0	0.0000
	AT THE END OF THE YEAR					0	0.0000

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) (Contd.)							
(iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2019		Transactions during the year		Cumulative Shareholding at the end of the year - 2020	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	V K MERCANTILE PRIVATE LIMITED	528000	2.9743			528000	2.9743
	AT THE END OF THE YEAR					528000	2.9743
2	SHAGUN TIE- UP PVT. LTD.	156000	0.8788			156000	0.8788
	Transfer			08 Nov 2019	38000	194000	1.0928
	Transfer			15 Nov 2019	34000	228000	1.2844
	Transfer			29 Nov 2019	28000	256000	1.4421
	Transfer			13 Dec 2019	24000	280000	1.5773
	Transfer			17 Jan 2020	18	280018	1.5774
	Transfer			24 Jan 2020	73647	353665	1.9923
	Transfer			31 Jan 2020	62335	416000	2.3434
	Transfer			28 Feb 2020	40000	456000	2.5687
	Transfer			31 Mar 2020	52000	508000	2.8616
	AT THE END OF THE YEAR					508000	2.8616
3	ARIHANT CORPORATE CONSULTANCY PVT LTD	168000	0.9464			168000	0.9464
	Transfer			12 Apr 2019	8000	176000	0.9914
	Transfer			19 Apr 2019	4000	180000	1.0140
	Transfer			03 May 2019	8000	188000	1.0590
	Transfer			17 May 2019	4000	192000	1.0816
	Transfer			24 May 2019	9652	201652	1.1359
	Transfer			31 May 2019	14348	216000	1.2168
	Transfer			21 Jun 2019	4000	220000	1.2393
	Transfer			12 Jul 2019	4000	224000	1.2618
	Transfer			09 Aug 2019	52072	276072	1.5552
	Transfer			16 Aug 2019	1491	277563	1.5636
	Transfer			23 Aug 2019	10437	288000	1.6224
	Transfer			11 Oct 2019	16000	304000	1.7125
	Transfer			18 Oct 2019	20000	324000	1.8251
	Transfer			25 Oct 2019	28000	352000	1.9829
	Transfer			08 Nov 2019	8000	360000	2.0279
	Transfer			15 Nov 2019	20000	380000	2.1406
	Transfer			06 Dec 2019	36000	416000	2.3434
	Transfer			27 Dec 2019	4000	420000	2.3659
	Transfer			21 Feb 2020	12000	432000	2.4335
	Transfer			28 Feb 2020	8000	440000	2.4786
	Transfer			13 Mar 2020	4000	444000	2.5011
	Transfer			20 Mar 2020	20000	464000	2.6138
	AT THE END OF THE YEAR					464000	2.6138
4	MANKO FINANCE AND TRADERS	352000	1.9829			352000	1.9829
	Transfer			26 Jul 2019	72000	424000	2.3885
	AT THE END OF THE YEAR					424000	2.3885
5	RAJGHARANA SALES PVT. LTD.	260000	1.4646			260000	1.4646
	AT THE END OF THE YEAR					260000	1.4646
6	REMAC DISTRIBUTORS PRIVATE LIMITED	0	0.0000			0	0.0000
	Transfer			08 Nov 2019	48000	48000	0.2704
	Transfer			15 Nov 2019	8000	56000	0.3155
	Transfer			22 Nov 2019	12000	68000	0.3831
	Transfer			29 Nov 2019	44000	112000	0.6309
	Transfer			06 Dec 2019	32000	144000	0.8112
	Transfer			13 Dec 2019	56000	200000	1.1266
	Transfer			20 Dec 2019	24000	224000	1.2618
	Transfer			17 Jan 2020	8000	232000	1.3069
	Transfer			24 Jan 2020	12000	244000	1.3745
	AT THE END OF THE YEAR					244000	1.3745
7	VIRTUAL DEALER PVT. LTD.	128000	0.7210			128000	0.7210
	Transfer			27 Sep 2019	4000	132000	0.7436
	Transfer			11 Oct 2019	4000	136000	0.7661
	Transfer			20 Dec 2019	32000	168000	0.9464
	Transfer			27 Dec 2019	12000	180000	1.0140
	AT THE END OF THE YEAR					180000	1.0140
8	COLELONG DEALER PRIVATE LIMITED	156000	0.8788			156000	0.8788
	AT THE END OF THE YEAR					156000	0.8788
9	SUNITA AGRAWAL	132000	0.7436			132000	0.7436
	Transfer			31 Jan 2020	4000	136000	0.7661
	Transfer			28 Feb 2020	(4000)	132000	0.7436
	AT THE END OF THE YEAR					132000	0.7436
10	RAJESH KUMAR AGRAWAL	124000	0.6985			124000	0.6985
	AT THE END OF THE YEAR					124000	0.6985
11	RAJESH KUMAR LODHA	156000	0.8788			156000	0.8788
	Transfer			06 Dec 2019	(100000)	56000	0.3155
	Transfer			20 Dec 2019	(16000)	40000	0.2253
	Transfer			27 Dec 2019	(4000)	36000	0.2028
	Transfer			17 Jan 2020	(16000)	20000	0.1127
	Transfer			24 Jan 2020	(20000)	0	0.0000
	AT THE END OF THE YEAR					0	0.0000

IV (v) - SH of Dir. and K.M.P.

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

(v) Shareholding of Directors and Key Managerial Personnel:

SI No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	HANUMAN PRASAD AGARWAL				
	At the beginning of the year 31-Mar-2019	1220000	6.8725	1220000	6.8725
	At the end of the Year 31-Mar-2020	1220000	6.8725	1220000	6.8725
2	NARESH KUMAR AGARWAL				
	At the beginning of the year 31-Mar-2019	840000	4.7319	840000	4.7319
	At the end of the Year 31-Mar-2020	840000	4.7319	840000	4.7319
3	SANJEEV BINANI				
	At the beginning of the year 31-Mar-2019	10000	0.0563	10000	0.0563
	At the end of the Year 31-Mar-2020	10000	0.0563	10000	0.0563

**V. INDEBTEDNESS:**

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	391,657,216	31,457,963		423,115,179
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>391,657,216</b>	<b>31,457,963</b>		<b>423,115,179</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	-	-	-	-
• Reduction	90,317,590	31,050,073		121,367,663
<b>Net Change</b>	<b>90,317,590</b>	<b>31,050,073</b>		<b>121,367,663</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	301,339,626	407,890		301,747,516
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>301,339,626</b>	<b>407,890</b>		<b>301,747,516</b>

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Mr. Hanuman Prasad Agarwal	Mr. Naresh Kumar Agarwal	Mr. Ankush Agarwal	
		Managing Director	Whole-time Director	Whole-time Director	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3000000.00	600000.00	2040000.00	5640000.00
	(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...	-	-	-	-
5	Others, please specify	-	-	-	-
	<b>Total</b>	<b>3000000.00</b>	<b>600000.00</b>	<b>2040000.00</b>	<b>5640000.00</b>
	<b>Ceiling as per the Act</b>	10% of the net profits			

**B. Remuneration to other directors: NIL**

C. Remuneration to Key Managerial Personnel other than Managing Director / Manager / Whole-time Director:

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		Mahesh Kumar Sharma	Anand Kumar Sharma	-	Total
		Company Secretary	Chief Financial Officer	-	
1	Gross salary	395103.00	814924.00	-	1210027.00
	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	Value of perquisites u/s 17(2) Income-tax Act, 1961				
	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</b>	<b>395103.00</b>	<b>814924.00</b>	<b>-</b>	<b>1210027.00</b>

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

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

For and on behalf of the Board  
**Kiritka Wires Limited**

s/d  
**Hanuman Prasad Agarwal**  
 Managing Director  
 (DIN: 00654218)

s/d  
**Naresh Kumar Agarwal**  
 Chairman  
 (DIN: 01020334)

Place: Kolkata

Date: 04<sup>th</sup> September, 2020

**PARTICULARS OF EMPLOYEES**

The information required pursuant to section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given hereunder:

- i. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year are given hereunder:

Name	Designation	Remuneration Paid FY 2019-2020	Ratio of remuneration to median remuneration of employees (including whole-time Directors)
1. Hanuman Prasad Agarwal	Managing Director	30,00,000	21.55
2. Naresh Kumar Agarwal	Whole-time Director	6,00,000	4.31
3. Ankush Agarwal	Whole-time Director	20,40,000	14.65

- ii. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary of Manager, if any, in the financial year are given hereunder:

Name	Designation	% increase in remuneration in the financial year
1. Hanuman Prasad Agarwal	Managing Director	9.09
2. Naresh Kumar Agarwal	Whole-time Director	9.09
3. Ankush Agarwal	Whole-time Director	9.09
4. Anand Kumar Sharma	Chief Financial Officer	9.09
5. Mahesh Kumar Sharma	Company Secretary	9.09

- iii. The percentage of increase in the median remuneration of employees in the financial year: Nil.
- iv. The number of permanent employees on the role of company as on 31<sup>st</sup> March, 2020 is 308.
- 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:

Average percentage increase in salaries of employees other than managerial personnel during 2019-2020	Nil
The percentage increase in the Managerial Remuneration	9.09



- vi. Affirmation that the remuneration is as per the remuneration policy of the company: The Board of Directors of the Company affirms that the remuneration is as per the Remuneration Policy of the Company.

For and on behalf of the Board  
**Kiritka Wires Limited**

s/d

**Hanuman Prasad Agarwal**  
Managing Director  
(DIN: 00654218)

s/d

**Naresh Kumar Agarwal**  
Chairman  
(DIN: 01020334)

Place: Kolkata

Date: 04<sup>th</sup> September, 2020