



Resilient.
Resolute.
Resourceful.

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Corporate Information

BOARD OF DIRECTORS

Mr. G. N. Mehra
*Chairman and
Managing Director*

Mr. S. M. Dixit
CFO & Whole-time Director

Mr. S. G. Mehra
Whole-time Director

Mrs. M. C. Dalal
Independent Director

Mr. R. N. Pisharody
Independent Director

Mr. H. Sunder
Independent Director

Ms. S. G. Mehra
*Non-Executive Director
Up to 17-09-2019*

COMPANY SECRETARY & EXECUTIVE VP – LEGAL

Mr. U. C. Rege

BANKERS

State Bank of India
Bank of Baroda
Citibank N.A.
DBS Bank India Limited
ICICI Bank Limited
Kotak Mahindra Bank Limited
Standard Chartered Bank

AUDITORS

G. D. Apte & Co.
Chartered Accountants

REGISTERED OFFICE

66/67, Nariman Bhavan,
Nariman Point,
Mumbai - 400 021
Tel.: 91-22-6624 6200 /
6624 6228
Fax: 91-22-2202 9364
CIN: L24100MH1961PLC012066
Website: www.savita.com

MANUFACTURING FACILITIES

17/17A, Thane-Belapur
Road, Turbhe,
Navi Mumbai - 400 703
Survey No. 10/2,
Kharadpada, Post Naroli,
Silvassa, Dadra and
Nagar Haveli and Daman
and Diu - 396 230

Survey No. 140/1,
Village Kuvapada,
Silli, P.O. Kilwani,
Silvassa, Dadra and
Nagar Haveli and Daman
and Diu - 396 230

SHARE TRANSFER AGENT

Link Intime India Pvt. Ltd.
C-101, 247 Park,
L. B. S. Marg, Vikhroli (West),
Mumbai - 400 083
Tel.: 91-22-4918 6000
Fax: 91-22-4918 6060
E-mail: rnt.helpdesk@
linkintime.co.in

Resilient. Resolute. Resourceful.

Standing the test of time requires people and organisations to be Resilient, Resolute as well as Resourceful. Organisations that successfully imbibe and embed these traits are ideally placed to serve stakeholders, customers, employees and communities in the long run. Over the five-plus decades, we have been resilient in overcoming different industry and demand conditions, we have been resolute in our pursuit of quality and service as well as resourceful in bringing new, innovative products to the markets.



Know Your Company

Savita Oil Technologies Limited (SAVITA) is a home-grown specialty petroleum products company established by the eminent late Mr. N. K. Mehra in 1961. Over the years, we have developed and launched a wide range of products including Transformer Oils, Liquid Paraffins, White Oils, Automotive and Industrial Lubricants, Coolants and Greases in India. We are a resourceful, innovation-driven company, and our

R&D facility plays a crucial role in developing innovative products and solutions.

We have a diverse product portfolio that is used in various industries including Power Generation and Distribution, Automotive, Thermoplastic Rubbers, FMCG, Plastics, Pharmaceutical, Agriculture, Refrigeration, Polymers, among others. Apart from a sizable B2B

business, we market our popular SAVSOL range of lubricants, greases and coolants to retail customers.

We are headquartered in Mumbai, and our world-class manufacturing facilities are located in the state of Maharashtra and at Silvassa in the Union Territory of Dadra and Nagar Haveli and Daman and Diu.

Our Business Verticals:



Transformer Oil



White and Mineral Oils



Automotive and Industrial Lubricants

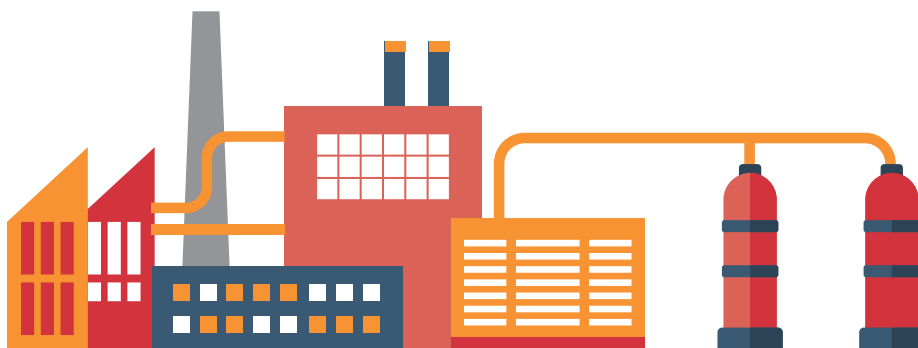


Wind Energy

We are
Ranked No. 1 in the
'Lube Oil & Lubricants'
 category & overall
ranked No. 42 in Fortune
 India
'The Next 500'
 List

We export to
75 countries

Stock Points
43



OUR VISION

To create value for all stakeholders by developing a diversified portfolio that builds on our core competencies and to do so in an ethical and socially responsible manner.

Our Network

- **5,200+** Franchisee dealers/workshops
- **445** Distributors

OUR VALUES

Integrity

To be honest in all our dealings with colleagues, customers, suppliers, shareholders and all other stakeholders.

Accountability

To recognise and be conscious of our impact on the community that we work in and to positively impact our environment and society.

Performance Driven

To strive to deliver superior products in the most efficient and effective manner.

Reliability

To be responsive and proactive on meeting commitments, and to be responsible and accountable for the same.

Continuous Improvement

To constantly adapt to customer needs and changing environments and to improve current processes in order to maximise value.

Simplicity and Humility

To maintain a friendly attitude with all stakeholders and stay true to our belief 'Bonds build Businesses'.



Leveraging R&D

As one of the earliest private sector oil companies to set up a full-fledged laboratory, we have consistently leveraged our R&D strengths to formulate and launch innovative low carbon products that deliver more than mere utility. We also use our strong customer connect to leverage user data and insights to build our R&D efforts.

Sustaining a Positive Carbon Footprint

As a responsible corporate citizen, we have invested in Green Energy production. These investments have made us Asia's only petroleum specialty company to be carbon positive. Our Environmental Management System is ISO 14001:2015 certified.

Contributing to environmental betterment

GENERATES ABOUT
88 MILLION UNITS OF
WINDPOWER PER ANNUM

OUR RENEWABLE ENERGY PRODUCTION
CAPACITY DISPLACES MORE THAN
80,000 TONNES OF CO₂ PER ANNUM

Our windmills are located at 18 sites in the states of Maharashtra, Tamil Nadu and Karnataka. We have an installed capacity to produce 54.15 MW of wind-powered electricity.



Our Versatile Products



Transformer Oils

These oils are used as an insulating and cooling medium in distribution transformers, power transformers and instrumentation transformers.



White & Mineral Oils

We offer a range of highly refined speciality mineral oil-based products used in technical, consumer as well as pharmaceutical applications.

We also offer custom-formulated products for applications in industries like cosmetics, personal care, plastics, pharmaceutical, agriculture and food.



Automotive Oils

We offer Motorcycles and Scooter Engine Oils (4T and 2T), Passenger Car Motor Oils, Tractors and Farm Oils, Equipment Oils, Heavy-Duty Diesel Engine Oils, Gear Oils, Power Steering Fluids, Automatic Transmission Fluids, Greases and Coolants.



Industrial Oils

Our offerings in the Industrial range include Hydraulic Oils, Industrial Gear Oils, Refrigeration Compressor Oils, Quenching Oils, Thermic and Heat Exchange Oils, Greases, Metal Working Fluids.



New products launched



Chairman's Message

In these turbulent times which have tested many organisations, we, at SAVITA, are immensely proud of the *resilience, resolve and resourcefulness* of our team members.

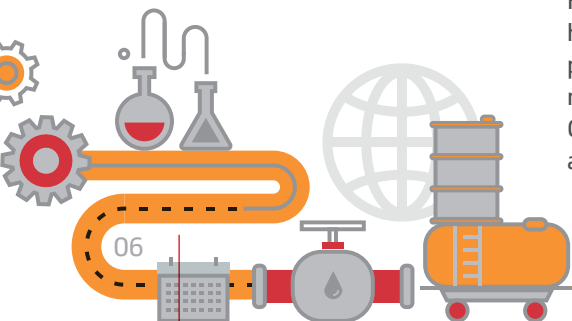


Dear Shareholders,

I write this message to you in very unusual circumstances under the shadow of the COVID-19 crisis. Virtually all of humankind alive today has never witnessed a pandemic of this magnitude given that the last major pandemic was the Spanish Flu in 1918, which was estimated to have affected one-third of the world's population and eventually claimed more than 50 million lives. With the Government of India having declared a complete lockdown towards the

end of March this year, the entire country came to a standstill with the exception of essential services. Economic activity took a body blow and millions in India were stranded with no jobs and no means to return home as state governments scrambled to put together makeshift isolation centers and ramp up healthcare facilities.

In these turbulent times which have tested many organisations, we,



at SAVITA, are immensely proud of the *resilience, resolve and resourcefulness* of our team members. Individually and collectively, we have demonstrated the character and strength needed to overcome the difficulties in our path and reconfigure to the new normal.

Resilience

Our Company, as did many others, faced unprecedented challenges. Given the nature of our supply chain, we had multiple ships carrying thousands of tons of oil scheduled to unload at Mumbai ports. With almost no service providers operational at the time of lockdown, unloading proved to be a daunting task that we had never envisaged before. However, with the unflinching resolve and determination of our teams, we were able to successfully discharge oil from all these ships and deliver to our plants and external storage tanks without any delay or harm to our suppliers and stakeholders.

The New Normal

Before this crisis, work from home was viewed with some degree of scepticism; however, that perspective is now changing. One amongst many of the lessons this pandemic has taught us is that depending on the nature of work, many tasks can be successfully carried out from a home environment as well. No doubt there is a blurring of personal and professional space and time, but one thing is for certain, post this pandemic, there will certainly be enhanced flexibility in the way organisations approach the concept of remote working.

Performance

Even before the outbreak of this pandemic, the Indian GDP growth rate had begun to fall quarter on quarter in FY 2019-20, and some sectors such as automotive and power felt the severe brunt of this slowdown. Given our diverse product mix, we still managed to claw back these losses and were on track to exceed last year's sales volumes. Had it not been for the complete lockdown, we would have been able to deliver growth for the third successive year.

With the support and permission of local authorities, our Company began operating its manufacturing plants towards the middle of May in a phased manner to fulfill our commitments in international markets that had begun to open up. By June, our plants were fully functional and we had a strong bounce back in sales with June sales approaching normalcy. On the back of a strong monsoon this year, we expect to put these challenges behind us and deliver a resurgent performance in the remaining nine months of the year.

Sustainability Initiatives

Sustainability remains a key theme of our corporate strategy going forward. This year, we launched a unique Motorcycle Engine Oil 'Savsol BioBoost' which incorporates high-performance molecules derived from plant-based sources. This allows the product to deliver higher biodegradability while exceeding the performance specification of the latest Bharat VI standards. We are the first Indian company to manufacture such a product indigenously. We have made efforts to directly take

this message to new-age consumers and bike enthusiasts who look for high performance yet sustainable products.

Acknowledgements

I would like to place on record my heartfelt appreciation to all our employees and service providers, many of whom went the extra mile in uncertain and challenging circumstances during the lockdown to fulfill their tasks and protect the Company's interests. The learning curve has been steeper this year than ever before and based on what I have witnessed from our teams in these unprecedented times, fills me with great belief and optimism that we will deliver another strong performance in the coming year.

I am also thankful to my colleagues on the Board for their valuable guidance and support. Last but not the least, I would like to thank all our shareholders who have continued to support us through these challenging times. With the unstinting support of all our stakeholders, I can assure we will emerge even stronger from this crisis.

Best wishes,

Gautam N. Mehra

Chairman and Managing Director

Board of Directors

Gautam N. Mehra

Chairman and Managing Director

Gautam N. Mehra is a Chemical Engineer and an MBA from University of California (Berkeley). He has a total experience of nearly three decades in the industry. He has successfully led the core business of Petroleum Specialties of the Company to new heights year after year.

Suhas M. Dixit

CFO and Wholetime Director

Suhas M. Dixit is a Member of the Institute of Chartered Accountants of India as well as a Member of the Institute of Cost Accountants of India. He has three decades of experience in the fields of Finance and Taxation. He is also the Chief Financial Officer of the Company.

Siddharth G. Mehra

Wholetime Director

Siddharth G. Mehra is a Bachelor of Science in Technical Systems Management from University of Illinois. He also holds a Master's degree of Science in Management from London School of Economics and Political Science.



Meghana Dalal*Independent Director*

Meghana Dalal is a commerce graduate and a Fellow Member of the Institute of Chartered Accountants of India. Her professional practice spans over three decades and she specialises in Management of Corporate Emoluments across various Industries. She is also a Director of Chetan Dalal Investigation and Management Services Private Limited. Currently, she is the Chairperson of the Audit Committee of the Company.

Ravindra Pisharody*Independent Director*

Ravindra Pisharody holds a Bachelor's degree in Technology (B. Tech) from IIT, Kharagpur and Post-Graduate Diploma in Management (PGDM) from IIM, Calcutta. He is a Senior Management Professional with over 35 years of executive experience and he has held National, Regional and Global leadership roles in Sales & Marketing, Strategy Development, BU Lead/CEO, etc. with Philips India, British Petroleum / Castrol including Executive Director – Commercial Vehicles of Tata Motors.

Hariharan Sunder*Independent Director*

Hariharan Sunder is a Bachelor of Commerce and a Chartered Accountant. He has over 30 years of experience in finance, taxation, accounts, legal, secretarial, international business and general corporate management including stints with Raymond Limited, and Jost's Engineering Company Limited among others.

Embracing the New Normal

Towards the end of the financial year, with the onset of the COVID-19 pandemic the world over, everything we thought was “normal” about our work and our life changed forever. The increased spread of virus transformed the world’s hustle into varying degrees of uncertainty. The new environment that emerged enforced a transformation in human behavior, the likes of which we have never experienced in mankind.

During the early days, not everyone was aware of the need for masks and other requirements. We conducted awareness training on the “new work normal” and the social protocols and emphasised on its need. Today at our workplaces, wearing masks, maintaining social distancing and hygiene, and regular sanitisation of the premises has become the new normal.

The lockdown resulted in a radical shift in our workplace practices. It led to the increased use of digitisation and technology to more use of digital means and replace the earlier work processes. As the lockdown was announced and there was restriction on traveling we implemented a “Work from Home” plan for the safety of our employees, and adequately equipped them with the requisite IT infrastructure and our integrated info-tech systems.





Despite the lockdown, we were permitted to continue production as we supply critical inputs to the pharmaceutical and power sectors. However, during the initial days, our factories operated at lesser capacity owing to the supply chain disruption. We also limited the number of on-premise personnel in order to adhere with the rules from the government and local authority.

As the post COVID-consensus takes root, we hope to see a host of potential solutions to benefit how we live, work and engage with issues like financial well-being, healthcare and the environment. The current turbulent period presents a unique opportunity to embed and embrace the newer ways of working – the new normal. Amidst the shake-up of the world economic order, the policy makers and the business communities have been making this crisis a turning point for India to introduce a more inclusive economy and society.



Giving Back to Society

Supplying midday meals to schoolchildren

SAVITA is a contributor to The Akshaya Patra Foundation that provides hot, nutritious, tasty, healthy, safe meals to the deprived children of our country.

The Foundation uses highly mechanised and technology-enabled kitchens to prepare large volumes of meals with high levels of hygiene and quality. These meals are distributed in public schools through customised delivery vehicles that ensure minimal spillage while maintaining the temperature of the food. We sponsored Akshaya Patra Foundation's activities in Silvassa with a CSR contribution of ₹ 1,00,30,000. This donation ensured mid-day meals to 4,445 children as well as enabled the organisation to buy five food delivery vehicles for use in Silvassa.



Mr. Gautam Mehra interacting with young beneficiaries of Akshaya Patra Mid-day Meal program at a Silvassa school

Feeding millions daily during the lockdown

Serving meals to tanker drivers

During the lockdown and the subsequent job losses, we sponsored free meals that were distributed by the Akshaya Patra team. We served 518 fresh, hot, tasty and nourishing meals (including lunch & dinner) to the truck and tanker drivers from 4th April till 6th May, 2020 at Kharadpada and Silli locations.

COVID-19 relief work

Our on-ground team and volunteers along with the Akshaya Patra Foundation supplied cooked meals and dry ration to afflicted communities.



The fight against cataract

Cataract is the most common cause of avoidable blindness in India. In the districts of Thane, Palghar, Kalyan & Ambarnath alone there are around 65,000 cases of cataract that require treatment. Of these, only 32,000 get the necessary medical intervention while the rest remain unattended.

SAVITA contributes to the ongoing work of Sri Chaitanya Seva Trust – a public charitable trust that renders various Community Welfare Services since 1991 in Maharashtra and Uttar Pradesh. They conduct medical camps to identify as well as treat cataract patients who cannot fund their eye operations themselves.

During the year, our funding enabled Sri Chaitanya Seva Trust to carry out 300 cataract operations. Such patients receive free transportation, accommodation, hospitality, food, nursing care, post-operative medicines etc. After their operation, patients can then access post-operative care at the satellite health centres located in their vicinity. We are proud to contribute to the cause of eradicating avoidable blindness caused by cataract.



Beneficiaries of cataract operations undertaken by the Sri Chaitanya Seva Trust

Working with the Isha Foundation program for Waghadi Nadi Punarujjeevan Prakalp

SAVITA funds, monitors and contributes towards the success of the Isha Foundation multi-pronged initiative for river rejuvenation, community development, health, wellness as well as community welfare. Waghadi Nadi Punarujjeevan Prakalp aims to revive the Waghadi river in Yavatmal district, Maharashtra. The project will cover a distance of 54 km along the river Waghadi in Yavatmal district. This territory is part of the Vidarbha region, a region of dryness, drought and severe farmer distress; and the project members work towards transforming this region through multiple interventions.



Forging Closer Bonds With Our People

At SAVITA, we believe that 'bonds build business', and in keeping with this spirit we strengthen our bonds with employees through a series of initiatives that improve skills, promote competition as well as co-operation and infuse a sense of camaraderie.

- During the year we presented Performance Awards, recognising people for their exemplary improvement, innovation and display of accountability.



- We celebrate happy moments together and sustain a culture of excitement, celebrating occasions like Diwali, Independence Day, Birthdays, Christmas among others.



- We conducted Environment, Health & Safety awareness drives, initiated programs and a competition to take care of the environment, we planted trees to create pollution-free and safe, healthy working environment at our workplaces.



- We organised our Foundation Day celebrations and commemorated a video on our 58-year journey of growth.

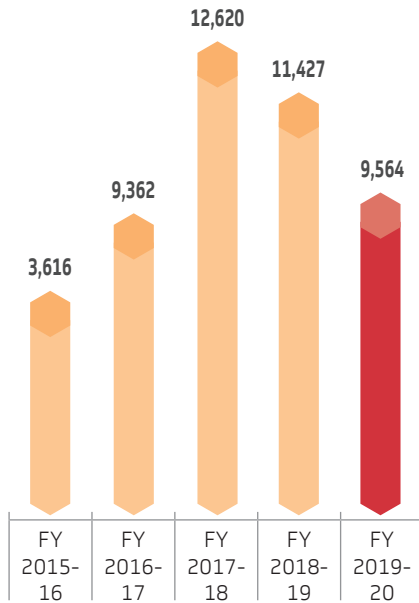


- We conducted several workshops on communication skills, personal effectiveness & productivity, effective team building through collaboration, crucial conversation & Leadership development as well as skilling, upskilling and reskilling initiatives for our employees as well as contractual staff.

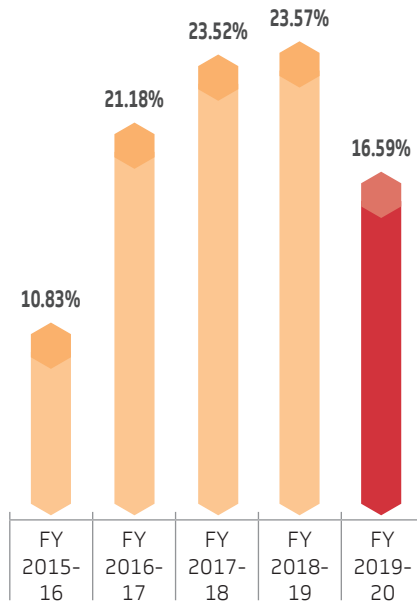
These group activities help us sustain and deepen our people to people bonds, improve our capabilities and help us work with enhanced efficiency as a cohesive team.

Financial Highlights

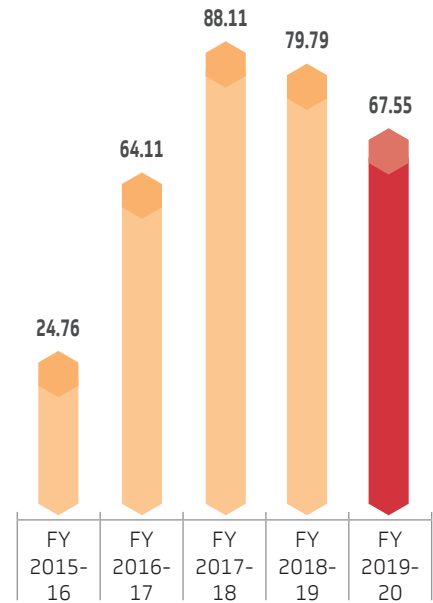
Profit After Tax
(₹ in Lacs)



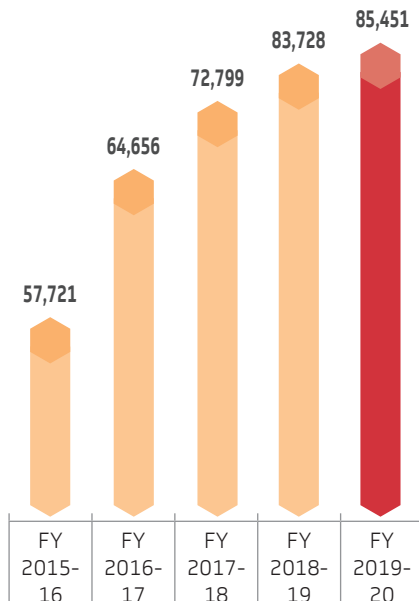
Return on Average Capital Employed (ROACE)



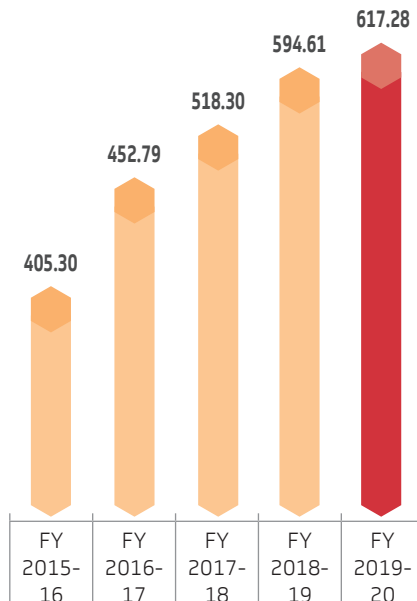
Earnings Per Share (EPS) (₹)



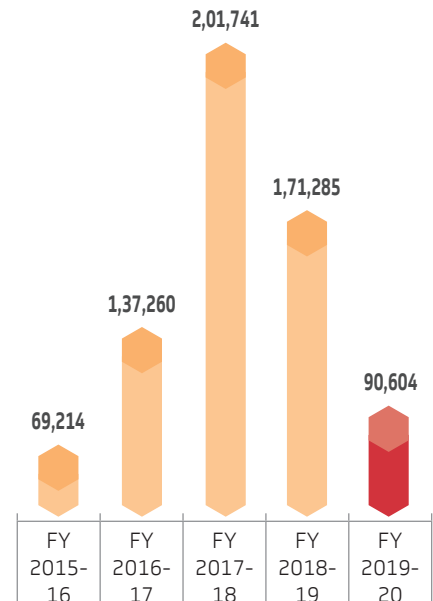
Reserves and Surplus Growth
(₹ in Lacs)



Book Value per Share
(₹)



Market Capitalisation
(₹ in Lacs)



Notice

NOTICE is hereby given that the **Fifty-ninth Annual General Meeting** of Members of **SAVITA OIL TECHNOLOGIES LIMITED** will be held on **Tuesday, 29th September, 2020 at 11.00 A.M.** through Video Conferencing / Other Audio Visual Means (VC) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements for the year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm the payment of Interim Dividend as Final Dividend on equity shares of the Company for the FY 2019-2020.
3. To appoint a Director in place of Mr. Siddharth G. Mehra (DIN: 06454215), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendments, statutory modifications or re-enactments thereto), and pursuant to the approval given by the Nomination and Remuneration Committee and the Board of Directors, **Mr. Suhas M. Dixit (DIN: 02359138)** be and is hereby re-appointed as the Whole-time Director of the Company from 1st October, 2020 up to 30th September, 2021 on remuneration and perquisites and other terms and conditions as set out in the Agreement executed by the Company with Mr. Suhas M. Dixit.”

“FURTHER RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendments, modifications or re-enactments thereto), Mr. Suhas M. Dixit (DIN: 02359138) be paid remuneration and

other allowances and perquisites as per the policies of the Company, on the terms and conditions set out in the Agreement executed by the Company with Mr. Suhas M. Dixit (DIN: 02359138).”

“FURTHER RESOLVED THAT the Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, be and is hereby authorised to vary or increase the remuneration, perquisites and any other entitlements including the monetary value thereof as specified in the said Agreement to the extent the Board of Directors may consider appropriate, as may be permitted or authorised in accordance with the provisions of the Companies Act, 2013 or re-enactment thereof and/or Rules or Regulations framed there under and to suitably modify the terms of the aforesaid Agreement between the Company and Mr. Suhas M. Dixit to give effect to such variation or increase as the case may be.”

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

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Kale & Associates, Cost Accountants (Firm Registration No.001819), appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2021, be paid a remuneration of ₹ 2,50,000/- (Rupees Two Lakh Fifty Thousand only) plus GST thereon and reimbursement of travelling and other out-of-pocket expenses, fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee, for the year 2020-2021.”

By Order of the Board

Mumbai
18th August, 2020

U. C. Rege
Company Secretary &
Executive VP - Legal

EXPLANATORY STATEMENT AS REQUIRED BY SECTION 102 OF THE COMPANIES ACT, 2013

Item No.4

The Board of Directors in its meeting held on 18th August, 2020, based on the recommendation of the Nomination and Remuneration Committee, re-appointed **Mr. Suhas M. Dixit** as the Whole-time Director of the Company from 1st October, 2020 up to 30th September, 2021, subject to the approval of Members by Special Resolution at the ensuing Annual General Meeting. Separate Agreement in this regard has been executed between the Company and Mr. Suhas M. Dixit on 18th August, 2020 based on recommendation of the Nomination and Remuneration Committee.

The remuneration and terms and conditions as contained in the Agreement executed with Mr. Suhas M. Dixit are as under:

1. Basic Salary of ₹ 3,10,000/- (Rupees Three Lakh Ten Thousand only) per month.
2. House Rent Allowance at the rate of 25% of the Basic Salary.
3. Education Allowance and other Allowances of ₹ 100/- and ₹ 3,81,403/- per month respectively.
4. Reimbursement of medical expenses incurred on himself and his family subject to a ceiling of 5% of the Basic Salary.
5. Leave Travel Allowance for himself and his family once in a year in accordance with the Rules of the Company for the time being in force.
6. Bonus as per the Rules of the Company.
7. Ex-gratia/Performance Linked Incentive as per the Policy of the Company.
8. Medical/Accident Insurance for himself and his spouse in accordance with the Rules of the Company.
9. Contribution to Provident Fund as per the Rules of the Company applicable from time to time.
10. Gratuity as per the Rules of the Company.
11. Leave entitlement as per the Rules of the Company. He shall be permitted to encash unavailed leave as per the Rules of the Company.

12. Provision of car with reimbursement of salary for driver as per the Policy of the Company for Company's business and his personal use.

13. Provision of telephone facility(ies) subject to he being billed for personal long distance calls.

The appointment of Mr. Suhas M. Dixit is subject to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendments, statutory modifications or re-enactments thereto).

As per Section 190 of the Companies Act, 2013, the Agreement entered into between the Company and Mr. Suhas M. Dixit as well as the copy of the Memorandum and Articles of Association are available for inspection to Members at the Registered Office of the Company on all working days from 11:00 AM to 1:00 p.m., subject to COVID-19 Pandemic Lockdown restrictions.

The appointment and remuneration of Mr. Suhas M. Dixit is required to be approved by Members at the ensuing General Body Meeting and accordingly the resolution at Item No. 4 is placed before Members of the Company.

Where in any financial year, the Company has no profits or its profits are inadequate, the Company will pay to Mr. Suhas M. Dixit, minimum remuneration as provided in Section II of Part II of Schedule V to the Companies Act, 2013 as notified from time to time.

The terms and conditions of Mr. Suhas M. Dixit's appointment and remuneration may be altered and varied from time to time by the Board and/or Nomination and Remuneration Committee as it may, in its discretion deem fit, within the limits stipulated under Schedule V to the Companies Act, 2013 or any amendments thereto made hereafter in this regard in such manner as may be agreed to between the Board and/or Nomination and Remuneration Committee and Mr. Suhas M. Dixit.

None of the Directors of your Company/Key Managerial Personnel of the Company/their relatives are concerned or interested, in any way, except Mr. Suhas M. Dixit in this Special Resolution.

Your Directors recommend this Special Resolution for your approval.

Item No.5

The Board, based on the recommendation of the Audit Committee, has approved the re-appointment of Kale & Associates, Cost Accountants (Firm Registration No.001819) having address at 703, Sushil Apartment, Kaka Sohni Marg, Off. Gadkari Marg, Thane (West), Thane 400602 as Cost Auditors to conduct the audit of the cost records of the Company for the year ending 31st March, 2021 on a remuneration of ₹ 2,50,000/- (Rupees Two Lakh Fifty Thousand Only) plus GST.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by Members of the Company.

Accordingly, consent of Members has been sought for passing an Ordinary Resolution as set out at Item No.5 of

the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2021.

None of the Directors/Key Managerial Personnel of the Company/their relatives are concerned or interested, in any way, in the resolution set out at Item No.5 of the Notice.

Your Directors recommend this Ordinary Resolution for your approval.

By Order of the Board

U. C. Rege

Company Secretary &
Executive VP - Legal

Mumbai
18th August, 2020

PROFILES OF THE DIRECTORS BEING APPOINTED/RE-APPOINTED AT THE ENSUING AGM

(As required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 on General Meetings)

Name of Director	Mr. Siddharth G. Mehra	Mr. Suhas M. Dixit
DIN	06454215	02359138
Date of Birth	30/07/1990	17/10/1958
Date of Appointment	01/07/2017	01/07/2017
Qualifications	Bachelor of Science in Technical Systems Management & M.S. in Science	Chartered Accountant (ACA) and Cost Accountant (ICWA)
Expertise in specific functional areas	Mr. Siddharth G. Mehra is a Bachelor of Science in Technical Systems Management from University of Illinois at Urbana - Champaign, IL, USA (2012). He also has Masters' Degree of Science in Management from London School of Economics and Political Science, UK. He has more than 4 years of experience in general management of business.	Mr. Suhas M. Dixit is a Member of the Institute of Chartered Accountants of India as well as a Member of the Institute of Cost Accountants of India. He has vast experience in the fields of Finance and Taxation spanning over 3 decades.
Experience	4 years	Over 3 decades
Directorships held in other listed companies as on 31 st March, 2020	Nil	Nil
Chairmanship/Committee Memberships held in other companies as on 31 st March, 2020	Nil	2
Number of Equity Shares held in the Company as on 31 st March, 2020	583	20
Relationship held with other Directors and KMPs in the Company	Son of Mr. Gautam N. Mehra, who is the Managing Director of the Company.	None
Number of Board Meetings attended during the FY 2019-2020	Five	Five
Terms and conditions of appointment	As contained in the Explanatory Statement to the Notice of 56 th AGM of the Company.	Explanatory Statement pertaining to Item No. 4 of the Notice contains the terms and conditions of appointment.
Details of remuneration sought to be paid	As contained in the Explanatory Statement to the Notice of 56 th AGM of the Company.	Explanatory Statement pertaining to Item No. 4 of the Notice contains the details of remuneration sought to be paid.
Remuneration last drawn	₹ 62,03,588/- for FY 2019-2020	₹ 1,22,53,754/- for FY 2019-2020
List of Directorship held in other companies as on 31 st March, 2020	<ol style="list-style-type: none"> 1. Khatri Investments Pvt. Ltd. 2. Naved Investment & Trading Co. Pvt. Ltd. 3. Kurla Trading Co. Pvt. Ltd. 4. Basant Lok Trading Company 5. Mansukhmal Investments Pvt. Ltd. 6. Savita Finance Corporation Ltd. 	<ol style="list-style-type: none"> 1. Savita Polymers Ltd.

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No.20/2020 dated May 05, 2020, physical attendance of Members at the EGM/AGM venue is not required and annual general meeting (AGM) can be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate at the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No.14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for Members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
4. The attendance of Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.savita.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM is being convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No.14/2020 dated April 08, 2020, MCA Circular No.17/2020 dated April 13, 2020, MCA Circular No.20/2020 dated May 05, 2020 and SEBI circular dated May 12, 2020.
8. Members seeking any information with regards to accounts or any other matters to be placed at the AGM, are requested to write to the Company in advance through email at legal@savita.com. The same will be replied by the Company suitably.
9. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item Nos. 4 and 5 above is annexed hereto and forms part of the Notice. Further, as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "Listing Regulations") and the provisions of the Secretarial Standard No.2 on General Meetings, a brief profile of the Directors proposed to be appointed is set out in the Explanatory Statement to this Notice.
10. All documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by Members at the registered office of the Company on all working days from 11:00 AM to 1:00 p.m., subject to COVID-19 Pandemic Lockdown restrictions. For obtaining copies of any such documents through electronic means, Members may write to the Company Secretary by sending an email to legal@savita.com till the date of the AGM.
11. Members are requested to (a) intimate, if shares are held in the same name or in the same order and names, but more than one folio to enable the Company to consolidate the said folios into one folio, and (b) notify immediately any change in their recorded address, along with pin code numbers, to the Company.
12. Members are requested to forward shares for transfer and related communication to the Share Transfer Agent or to the Registered Office of the Company.

13. Under Sections 124(5) of the Companies Act, 2013, the unclaimed and unpaid dividend amount for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. Accordingly, during the year, the Company has transferred an amount of ₹ 12.54 lac pertaining to the unpaid and unclaimed dividend for the year 2011-2012 to IEPF.
14. In line with the Ministry of Corporate Affairs' (MCA) Circular No.17/2020 dated April 13, 2020 and "Green Initiative in the corporate governance" allowing paperless compliance by companies, the Notice calling the AGM along with Annual Report 2019-2020 is being sent only through electronic mode to those Members whose e-mail address is registered with the Company or the Depository Participant(s).
15. The Register of Members and the Share Transfer Books of the Company will remain closed from 22.09.2020 to 29.09.2020 (both days inclusive).
16. MP & Associates, Company Secretaries have been appointed as the Scrutinizer for providing facility to Members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
17. The results of remote e-voting as well as voting done during the meeting along with the Scrutinizer's Report shall be displayed on the website of the Company www.savita.com and on the website of NSDL www.nsdl.co.in within three days from the passing of the resolutions at the 59th Annual General Meeting of the Company to be held on Tuesday, 29th September, 2020 at 11.00 A.M. and shall be communicated to the stock exchanges, where the shares of the Company are listed.

By Order of the Board

U. C. Rege

Company Secretary &
Executive VP - Legal

Mumbai
18th August, 2020

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period commences on **25th September, 2020 (9:00 a.m.)** and ends on **28th September, 2020 (5:00 p.m.)**. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the “**cut-off date**” of **22nd September, 2020**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast, Member shall not be allowed to change it subsequently.

Procedure to vote electronically using NSDL e-Voting system

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

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

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

Details on Step 1 are mentioned below:

Log-in to NSDL e-Voting website

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

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

4. Your User ID details are given below:

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

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the Company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf. The password to open the .pdf is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf contains your ‘User ID’ and your ‘initial password’.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those Members whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 are mentioned below:

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

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

General Guidelines for Members

1. Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csmanship.raut@gmail.com and/or acspravin@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “**Physical User Reset Password?**” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

Process for those Members whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this Notice:

1. In case shares are held in physical mode, please provide Folio No., Name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN Card), AADHAR (self-attested scanned copy of Aadhar Card) by email to legal@savita.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN Card), AADHAR (self-attested scanned copy of Aadhar Card) to legal@savita.com.

INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Member/Members, who will be present at the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote

e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system at the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member(s) will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under Member/Members login by using the remote e-voting credentials. The link for VC/OAVM will be available in Members' login where the EVEN of Company will be displayed. Please note that Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice to avoid last minute rush. Further, Members can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.
4. Please note that the participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective networks. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views/ have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at legal@savita.com. The same will be replied by the Company suitably.

By Order of the Board

Mumbai
18th August, 2020

U. C. Rege
Company Secretary &
Executive VP - Legal

Report of the Directors to the Members

Your Directors have pleasure in presenting the **Fifty-ninth** Annual Report, together with the Audited Accounts for the year ended 31st March, 2020.

1. FINANCIAL RESULTS

Particulars	(₹ in lac)	
	Year ended 31.03.2020	Year ended 31.03.2019
Total Income	205,778	228,091
Profit before Depreciation & Tax	14,697	18,624
Depreciation	2,222	2,353
Exceptional Income	Nil	Nil
Profit/(Loss) before Tax	12,475	16,271
Provision for Taxation:		
Current	3,432	5,035
Deferred	(521)	(74)
Provision for Taxation no longer required	Nil	(118)
Profit/(Loss) for the year after Tax	9,564	11,427
Other Comprehensive Income	(21)	(66)
Balance brought forward from previous year	69,216	59,437
Profit available for appropriation	78,760	70,798
Appropriations:		
Dividend for FY 2017-2018	-	358
Tax on Dividend for FY 2017-2018	-	74
Dividend for FY 2018-2019	352	-
Tax on Dividend for FY 2018-2019	72	-
Dividend for FY 2019-2020	2,814	-
Tax on Dividend for FY 2019-2020	579	-
General Reserve	1,000	1,150
Balance carried to Balance Sheet	73,943	69,216

2. SHARE CAPITAL

Post the completion of buyback of 2,51,000 (Two Lac Fifty-one Thousand) fully paid equity shares of your Company of face value of ₹10/- only (Rupees Ten only) representing upto 1.75% of the total number of equity shares, from all the equity shareholders/beneficial owners of your Company on a proportionate basis through the tender offer using stock exchange mechanism at a price of ₹1,605/- (Rupees One Thousand Six Hundred and Five only) (including premium of ₹ 1,595/-) per equity share for an aggregate maximum amount of upto ₹ 40,28,55,000/- (Rupees Forty Crore Twenty-eight Lakh Fifty-five Thousand only) on 6th August, 2019, the paid-up equity share capital of your Company stands at ₹ 14,07,10,830/- as on date.

3. DIVIDEND

Your Directors at the Board Meeting held on 7th March, 2020 had recommended an interim dividend @200% (₹ 20 per equity share of ₹ 10/- each), as against 25% final dividend for the previous year, on the paid up Equity Share Capital of ₹ 1,407 lac, resulting in an outgo of ₹ 3,393 lac inclusive of dividend tax.

Your Directors at the Board Meeting held on 10th July, 2020 decided to consider the interim dividend paid in March, 2020 as the Interim-cum-Final Dividend for the FY 2019-2020.

Your Directors recommend that the above Interim-cum-Final Dividend be approved by the Members at the ensuing Annual General Meeting of your Company.

4. RESERVES

The Reserves of your Company stood increased to ₹ 855 crore at the end of the year under review as against ₹ 837 crore for the previous year.

5. OPERATIONS

During the year under review, your Company achieved sales volume at 3,39,279 KLS/MTs as against 3,46,256 KLS/MTs achieved during 2018-2019. Your Company's sales turnover during the year 2019-2020 was at ₹ 2,02,911 lac against ₹ 2,24,583 lac in the year 2018-2019. In line with the lower sales turnover, your Company's net profit was lower at ₹ 9,564 lac as against ₹ 11,427 lac during the previous year.

During the year under review, there was a significant slowdown in the GDP Growth Rate of the Indian Economy and this was particularly evident in the Automotive Sector and the Power Sector, both of which impacted the growth in volumes of your Company's products. Even amidst these challenges, your Company was well positioned to surpass the sales volumes of the year before.

Unfortunately, towards the end of the year the outbreak of COVID-19 pandemic adversely affected the performance of your Company in terms of sales and also profits during the year under review. Since 21st March, 2020, due to a nationwide lockdown declared by the Government, the dispatches of your Company almost came to a standstill. Your Company has recommenced operations since then in line with the various guidelines and SOPs prescribed from time to time by both – Central and State Governments, following prescribed measures in terms of health and safety of the workforce and general work areas.

With the COVID-19 pandemic continuing to inflict its adverse effects on the economy in general, your Company has been trying its best to operate within these challenging situations with utmost caution and conservatism. The impact of COVID-19 on global commodities like Crude Oil and continuing depreciation of the rupee during the peak of the pandemic will certainly have an adverse effect on your Company's performance, however it is expected that with the stabilisation of COVID-19 situation, gradual lifting of lockdowns in the months to come and the economy getting back to normal, your Company shall show significant improvement in terms of sales and profitability and shall strive to make up for ground lost during the Pandemic.

During the Financial Year 2019-2020, your Company's Wind Power Plants situated in the states of Maharashtra, Karnataka and Tamil Nadu generated a total of 87.70 MU as against 89.11 MU generated in the previous year. During the year under review, your Company did not add any new projects to its Wind Portfolio.

6. PUBLIC DEPOSITS

Your Company has not accepted any deposits from the public or its employees during the year under review.

7. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

8. CORPORATE GOVERNANCE

Corporate Governance Report along with a Certificate from the Secretarial Auditors of your Company regarding compliance of the conditions of Corporate Governance pursuant to requirements as stipulated by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto and forms part of this Report.

9. DIRECTORS

As per provisions of Section 152 of the Companies Act, 2013, Mr. Siddharth G. Mehra (DIN: 06454215), Director of the Company retires by rotation at the ensuing Annual General Meeting of your Company and being eligible offers himself for re-appointment.

Board of Directors of your Company in its meeting held on 18th August, 2020, re-appointed Mr. Suhas M. Dixit (DIN: 02359138) as the Whole-time Director w.e.f. 1st October, 2020 upto 30th September, 2021 as recommended by Nomination & Remuneration Committee, subject to your approval at the ensuing Annual General Meeting.

Profiles of Mr. Siddharth G. Mehra and Mr. Suhas M. Dixit have been detailed below Explanatory Statement annexed to the Notice of the ensuing Annual General Meeting. Your Directors recommend their re-appointments as the Whole-time Director of your Company.

Your Company has received declarations from all the Independent Directors of your Company confirming that they meet with the criteria of Independence as prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

10. KEY MANAGERIAL PERSONNEL

During the year under review, Mr. Gautam N. Mehra, Managing Director of your Company, Mr. C.V. Alexandar, Whole-time Director (upto 30th April, 2019), Mr. Suhas M. Dixit, Chief Financial Officer & Director, Mr. Siddharth G. Mehra, Whole-time Director and Mr. Uday C. Rege, Company Secretary and Executive VP – Legal continued to be the Key Managerial Personnel of your Company.

Remuneration and other details of the said Key Managerial Personnel for the financial year ended 31st March, 2020 are mentioned in the Extract of the Annual Return which is attached to the Board's Report.

11. BOARD COMMITTEES

The Board of Directors of your Company at its Meeting held on 3rd February, 2020 re-constituted the Nomination and Remuneration Committee, in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All decisions pertaining to the constitution of Committees, appointment of Members and fixing of terms of reference/role of the Committees are taken by the Board of Directors of your Company.

Details of the role and composition of the Committees of your Company, including the number of meetings held during the financial year and attendance at meetings, are provided in the Corporate Governance Section of the Annual Report.

12. NUMBER OF MEETINGS

The Board of Directors of your Company met 5 times during FY 2019-2020. The Board Meetings were held on 29th May, 2019, 12th August, 2019, 31st October, 2019, 3rd February, 2020 and 7th March, 2020. The maximum time gap between any two consecutive meetings did not exceed one hundred and twenty days.

- Audit Committee met four times on 29th May, 2019, 12th August, 2019, 31st October, 2019 and 3rd February, 2020 during the year 2019-2020.
- Stakeholders' Relationship Committee met four times on 29th May, 2019, 12th August, 2019, 31st October, 2019 and 3rd February, 2020 during the year 2019-2020.
- Nomination and Remuneration Committee met two times on 29th May, 2019 and 3rd February, 2020 during the year 2019-2020.
- Risk Management Committee met two times on 29th May, 2019 and 31st October, 2019 during the year 2019-2020.

- CSR Committee met four times on 29th May, 2019, 12th August, 2019, 31st October, 2019 and 3rd February, 2020 during the year 2019-2020.

13. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134 (5) of the Companies Act, 2013, your Directors confirm that:

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

14. PERFORMANCE EVALUATION

Pursuant to the provisions of Section 134 (3) (p), 149 (8) and Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, annual performance evaluation of the Directors as well as of the Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and the performance evaluation of the Independent Directors could not be undertaken by your Company for the FY 2019-2020 due to COVID-19 inflicted lockdown. Similarly, the performance evaluation of the Chairman and Non-Independent Directors for the FY 2019-2020 also could not be carried out separately by the Independent Directors due to lockdown.

15. INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors of your Company could not meet due to lockdown, *interalia*, to discuss:

- i) Evaluation of performance of Non-Independent Directors and the Board of Directors of your Company as a whole.
- ii) Evaluation of performance of the Chairman of your Company, taking into views of Executive and Non-Executive Directors.
- iii) Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

16. MANAGERIAL REMUNERATION

The information required under Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided as a separate annexure. The information as required under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 will be provided upon request by any Member of your Company. In terms of Section 136 (1) of the Companies Act, 2013, the Report and the Accounts are being sent to Members excluding the aforesaid Annexure. Any Member interested in obtaining copy of the same may write to the Company Secretary at the Registered Office of your Company.

17. NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Policy recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of your Company in its Meeting held on 29th May, 2014 continues to be adopted by your Company. The Remuneration Policy of your Company is attached to this Report as a separate annexure.

18. CSR POLICY

The Corporate Social Responsibility Policy recommended by the CSR Committee and approved by the Board of Directors of your Company in its Meeting held on 29th May, 2014 continues to be adopted by your Company. The same is available on the website of your Company i.e. www.savita.com.

The disclosure relating to the amount spent on Corporate Social Responsibility activities for the financial year ended 31st March, 2020 is attached to this Report as a separate annexure.

19. LISTING AND OTHER REGULATORY ORDERS AGAINST YOUR COMPANY, IF ANY

Your Company's shares continue to be listed on BSE Limited and National Stock Exchange of India Limited. The Listing Fees to these two Stock Exchanges for the year 2020-2021 have been paid by your Company on time.

There were no significant or material orders passed by any of the regulators or courts or tribunals impacting the going concern status and your Company's operations in future.

20. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

During the year, your Company has transferred ₹ 12.54 lac towards unclaimed Dividend as against ₹ 16.27 lac towards unclaimed Dividend in the previous year to the Investor Education and Protection Fund, which amount was due and payable for the year 2011-2012 and remained unclaimed and unpaid for a period of 7 years, as provided in Section 125 of the Companies Act, 2013.

Your Company has intimated to the shareholders who had not claimed dividends for the past 7 years to claim the dividends forthwith failing which their shares would stand transferred to the IEPF Authority after 5th October, 2020.

21. KEY FINANCIAL RATIOS

Key Financial Ratios for the financial year ended 31st March, 2020, are provided in the Management Discussion and Analysis Report which is annexed hereto and forms a part of the Board's Report.

22. STATUTORY AUDITORS

The Members of your Company at the 56th Annual General Meeting held on 29th September, 2017 had approved the appointment of G. D. Apte & Co., Chartered Accountants, Mumbai, (Registration No.100515W) as the Statutory Auditors of your Company, to hold office from the conclusion of that AGM until the conclusion of the 61st Annual General Meeting.

23. AUDITORS' REPORT

The Auditors' Report to the Members on the Accounts of your Company for the financial year ended 31st March, 2020 is attached to this Report and does not contain any qualification, reservation or adverse remark.

24. SECRETARIAL AUDIT REPORT

Secretarial Audit for the year 2019-2020 was conducted by MP & Associates, Company Secretaries in Practice in accordance with the provisions of Section

204 of the Companies Act, 2013. The Secretarial Audit Report is attached as a separate annexure to this Report.

Your Directors wish to inform you that your Company spent lower amount on CSR activities than the required one during the year under review since suitable projects were being identified and studied for implementation. Your Company could not file data with respect to transfer of unclaimed and unpaid dividend with the Investor Education and Protection Fund Authority for the financial year 2011-2012 purely due to technical glitches faced on the IEPF interface.

25. COST AUDIT

In compliance with the provisions of Section 148 of the Companies Act, 2013, the Board of Directors of your Company at its meeting held on 10th July, 2020 has appointed Kale & Associates, Cost Accountants as Cost Auditors of your Company for the year 2020-2021. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of The Companies (Audit and Auditors) Rules, 2014, the remuneration of the Cost Auditors has to be ratified by the Members. Accordingly, necessary resolution is proposed at the ensuing Annual General Meeting for ratification of the remuneration payable to the Cost Auditors for the year 2020-2021.

26. RISK MANAGEMENT

In accordance with the provisions of Clause 49 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has Risk Management Committee in operation to oversee the Risk Management of your Company in line with your Company's Risk Framework and a detailed Policy to cover risk assessments, identification of various significant risks and mitigation plans to address the identified risks. Your Company's Risk Management Policy continues to be displayed on the website www.savita.com of your Company.

27. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Robust Internal Control Systems are required in any organisation for effecting operational efficiencies and to bring in cost savings therein. Your Company's internal control systems are in line with size, scale and complexity of its operations. The Audit Committee supervises the scope and authority of the Internal Audit function in your Company as a continuing exercise. As is mandatorily required, your Company

also hires services of external agency for periodically carrying out internal audit in areas identified by the Audit Committee from time to time. Such internal audit reports are considered at each of the Audit Committee Meetings where significant audit observations are discussed in detail and action plans narrating corrective actions are then suggested to be taken thereon by the concerned departments. The actions taken are reviewed by the Audit Committee at their subsequent meetings.

28. VIGIL MECHANISM

Your Company has a vigil mechanism policy to deal with instances of fraud and mismanagement, if any. The Whistle Blower Policy framed for the purpose is uploaded on the website www.savita.com of your Company.

29. RELATED PARTY TRANSACTIONS

The Audit Committee scrutinises and approves all related party transactions attracting compliance under Section 188 and/or Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 before placing them for Board's approval. Prior omnibus approval of the Audit Committee is also sought for transactions which are of a foreseen and repetitive nature.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board of Directors of your Company is uploaded on the website www.savita.com of your Company.

The disclosures on related party transactions too are made in the Financial Statements of your Company from time to time.

30. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of Annual Return in prescribed Form MGT 9 is annexed as a separate annexure forming part of this Report.

31. SEXUAL HARASSMENT GRIEVANCES

During the year under review, there were no grievances reported under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

32. INDUSTRIAL RELATIONS

The industrial relations continued to be generally peaceful and cordial during the year.

33. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information relating to the Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo as required to be disclosed under the Companies (Accounts) Rules, 2014, is given as an annexure forming part of this Report.

34. ACKNOWLEDGEMENTS

Your Directors wish to record their sincere appreciation for the encouragement, support and co-operation received from all stakeholders of your

Company including members, customers, suppliers, government authorities, banks and all other associates and also wish to thank them for the trust reposed in the Management. Your Directors are also grateful to all the employees for their commitment and contribution to the welfare of your Company.

For and on behalf of the Board

Mumbai
18th August, 2020

Gautam N. Mehra
Managing Director
(DIN: 00296615)

ANNEXURE TO THE DIRECTORS' REPORT

Remuneration policy of your Company

In accordance with the provisions of Section 178 of the Companies Act, 2013 and the Rules made there under, the Nomination and Remuneration Committee ("Committee") of Savita Oil Technologies Limited ("your Company") was constituted on 1st February, 2014 consisting of three Independent Directors.

1. OBJECTIVE

This policy has been formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable Rules thereto and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. EFFECTIVE DATE

This Policy is effective from 1st February, 2014.

3. SCOPE

This policy is applicable to Directors and Senior Personnel of your Company.

4. DEFINITIONS

- 4.1. Act means the Companies Act, 2013 and Rules framed there under, as amended from time to time.
- 4.2. Board means Board of Directors of your Company.
- 4.3. Directors mean Directors of your Company.
- 4.4. Key Managerial Personnel mean -
 1. Managing Director
 2. Whole-time Director
 3. Chief Financial Officer
 4. Company Secretary
- 4.5. Senior Management means personnel of your Company who are Members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads. Senior Management in your Company means and includes the Personnel heading different functions in your Company.

5. ROLE OF THE COMMITTEE

- a) To formulate criteria for identifying Directors and Senior Management employees of your Company.
- b) To recommend to the Board in relation to appointment and removal of Directors and Senior Management.
- c) To formulate criteria for evaluation of Independent Directors on the Board.

- d) To carry out evaluation of the performance of the Directors on the Board.
- e) To formulate and recommend to the Board a policy relating to the remuneration payable to Directors, Key Managerial Personnel and Senior Management employees covered under Clause 4.5.
- f) To ensure that level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run your Company successfully.
- g) To ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- h) To ensure that remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and variable performance linked payout (PLP) reflecting short and long term performance objectives appropriate to the working of your Company and its goals.
- i) To devise a policy on Board diversity.

6. POLICY RELATING TO THE REMUNERATION FOR DIRECTORS, KEY MANAGERIAL PERSONNEL (KMP) AND SENIOR MANAGEMENT EMPLOYEES

6.1 General:

- a) The Committee shall ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run your Company successfully.
- b) Moreover it shall also ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- c) Remuneration for Directors, Key Managerial Personnel and Senior Management should involve a balance between fixed and variable pay reflecting short and long term performance objectives appropriate to the working of your Company and its goals.
- d) The remuneration payable to the Directors of a Company including Managing Director/Whole-time Directors shall be recommended by the Committee to the Board for approval. Such remuneration payment including Commission, if any, shall be in

accordance with and subject to the provisions of the Act and approval of Members of your Company and Central Government, wherever required, as per the provisions of the Act.

- e) In respect of Key Managerial Personnel, the remuneration as approved by the Board of Directors shall be payable to such KMPs. The annual increment to the KMPs and Senior Management shall be based on the annual appraisal and shall be determined by the Managing Director.
- f) Professional indemnity and liability insurance for Directors, Key Managerial Personnel and Senior Management not to be treated as remuneration. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

6.2 Remuneration to Managing Director/Whole-time Directors:

The remuneration for the Managing Director/Whole-time Director will be governed as per the provisions of the Companies Act, 2013 and the Rules framed there under from time to time.

6.3 Remuneration to Non-Executive & Independent Directors:

- a) The remuneration payable to Non-Executive & Independent Directors will be governed as per the provisions of the Companies Act, 2013 and the Rules framed there under from time to time.
- b) These Directors may receive remuneration by way of fees for attending meetings of the Board or any Committee thereof, provided that the amount of such fees shall not exceed such amount as may be prescribed by the Central Government from time to time.
- c) Remuneration may be paid by way of commission within the monetary limit approved by Members, subject to the limit as per the applicable provisions of the Companies Act, 2013.
- d) Independent Directors shall not be entitled to any stock options of your Company under the Companies Act, 2013.

6.4 Remuneration to KMP and Senior Management employees:

As mentioned earlier, the remuneration as approved by the Board of Directors shall be payable to KMPs. The annual increment to the KMPs and Senior Management Personnel shall be based on the annual appraisal and shall be determined by the Managing Director.

7. DISCLOSURE OF THE POLICY

The Remuneration Policy and the Evaluation Criteria of the Committee shall be disclosed in the Board's Report forming a part of the Annual Report of your Company.

8. FREQUENCY OF MEETINGS

The meetings of the Committee could be held at such regular intervals as may be required.

9. QUORUM

Minimum two (2) Members shall constitute a quorum for the Committee meeting.

10. CHAIRMAN

In the absence of the Chairman, Members of the Committee present at the meeting shall choose one amongst them to act as Chairman.

Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting to answer Members' queries. However, it would be upto the Chairman to nominate some other member to answer Members' queries.

11. SECRETARY

Your Company Secretary of your Company shall act as Secretary of the Committee.

12. MINUTES OF THE COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee and tabled at the subsequent Board and Committee meetings.

13. MISCELLEANOUS:

- (a) In respect of any policy matters relating to Senior Management (excluding KMPs), the Committee may delegate any of its powers to one or more Company representatives occupying Senior management position.
- (b) This policy shall be updated from time to time, by your Company in accordance with the amendments, if any, to the Companies Act, 2013, Rules made there under, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable enactment for the time being in force.

For and on behalf of the Board

Mumbai
18th August, 2020

Gautam N. Mehra
Managing Director
(DIN: 00296615)

ANNEXURE TO THE DIRECTORS' REPORT

Report on Corporate Social Responsibility (CSR) Activities during 2019-2020

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

The CSR Committee of the Company had framed the Corporate Social Responsibility Policy in FY 2014-2015 in terms of the provisions of Section 135 (1) of the Companies Act, 2013.

The Policy aims at serving the community with a focus on Education, Healthcare, Sustainable Livelihood, Infrastructure Development and efforts to bring about effective Social Change. The CSR activities proposed are more aligned with activities specified in Schedule VII of the Companies Act, 2013.

Web-link: <http://www.savita.com/about/corporate-social-responsibility.php>

2. Composition of the CSR Committee

Mr. Gautam N. Mehra	-	Promoter Director Chairman
Mr. Suhas M. Dixit	-	Whole-time Director Member
Mr. Ravindra Pisharody	-	Independent Director Member
Ms. Simran G Mehra	-	Promoter Director Member*

*upto 17th September, 2019

3. Average Net Profit of the Company for last 3 years (2016-2017, 2017-2018 and 2018-2019)

Financial Year	Net Profit (in Rupees)
2016-2017	12,868.78 lac
2017-2018	15,862.10 lac
2018-2019	15,816.08 lac
Average net profit of 3 years above	14,848.99 lac

4. Prescribed CSR Expenditure (2% of the amount as in Item No.3 above)

₹ 296.98 lac

5. Details of CSR spent during the financial year 2019-2020

- Total amount spent for the financial year: ₹ 219.99 lac
- Amount unspent, if any: ₹ 76.99 lac
- Manner in which the amount spent during the financial year 2019-2020

No.	CSR project or activity identified	Sector in which the project is covered	Project Programmes where undertaken	Amount outlay	Amount spent on the project/ programmes	Cumulative expenditure upto the reporting period	Amount spent
1	The Akshay Patra Foundation	Promotion of Education, Health and Rural Development	Silvassa	1,00,30,000	1,00,30,000	1,00,30,000	1,00,30,000
2	Isha Outreach	Environment Protection	Maharashtra	50,00,000	50,00,000	50,00,000	50,00,000
3	Sri Chaitanya Seva Trust	Healthcare	Mumbai	21,00,000	21,00,000	21,00,000	21,00,000

No.	CSR project or activity identified	Sector in which the project is covered	Project Programmes where undertaken	Amount outlay	Amount spent on the project/ programmes	Cumulative expenditure upto the reporting period	Amount spent
4	Shramik Shikshan Mandal	Education	Navi Mumbai	20,00,000	20,00,000	20,00,000	20,00,000
5	Deeds Public Charitable Trust	Education	Mumbai	15,00,000	15,00,000	15,00,000	15,00,000
6	Jankalyan Foundation	Healthcare	Mumbai	1,50,000	1,50,000	1,50,000	1,50,000
7	Lok Jan Seva Sanstha	Healthcare	Mumbai	50,000	50,000	50,000	50,000
8	Kai Appasaheb Khanwilkar Gramin Vikas Dharmadaya Nyas	Promotion of Education, Health and Rural Development	Maharashtra	39,200	39,200	39,200	39,200
9	Diksha Foundation	Education	Mumbai	30,000	30,000	30,000	30,000
10	National Society for the Blind	Healthcare	Mumbai	18,750	18,750	18,750	18,750
11	St. Joseph ITI	Education	Mumbai	10,81,136	10,81,136	10,81,136	10,81,136
Total				2,19,99,086	2,19,99,086	2,19,99,086	2,19,99,086

6. Reasons for lower spending

More projects had to be identified and evaluated by the CSR Committee.

7. Responsibility Statement

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

Mumbai
18th August, 2020

Gautam N. Mehra
Managing Director and
CSR Committee Chairman
(DIN: 00296615)

ANNEXURE TO THE DIRECTORS' REPORT

Information pertaining to remuneration to Managerial Personnel

Information pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended 31st March, 2020:

Name of Employee	Age	Designation	Gross Remuneration (in ₹)	Qualification	Exp. (in years)	Date of joining	Previous Employment/ Position held
1 Mr. Gautam N. Mehra	59	Managing Director	3,50,90,522	B.E. (Chem), M.B.A., Univ. of California (Berkeley)	37	1.12.1983	Marketing Executive – Mehra Trading & Investment Company Pvt. Ltd.

Notes:

- Remuneration includes basic salary, allowances, commission paid, Company's contribution to Provident Fund and other perquisites valued in accordance with the Income Tax Rules, 1961.
- Your Company has contributed an appropriate amount to the Gratuity Fund on actuarial valuation. As the employee-wise break-up of contribution is not available, the same is not included above.
- Experience includes number of years' service elsewhere.
- The nature of employment is contractual and is governed by the rules and regulations of your Company in force from time to time.
- Information regarding remuneration and particulars of other employees of your Company will be available for inspection by Members at the Registered office of your Company during business hours on working days upto the date of the ensuing Annual General Meeting of your Company, subject to lockdown restriction. If any Member is interested in obtaining a copy thereof, such Member may write to your Company Secretary, where upon, a copy would be sent.

For and on behalf of the Board

Mumbai
18th August, 2020

Gautam N. Mehra
Managing Director
(DIN: 00296615)

ANNEXURE TO THE DIRECTORS' REPORT

Details pertaining to remuneration as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended 31st March, 2020

- i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2019-2020, ratio of the remuneration of each Director to the median remuneration of the employees of your Company for the financial year 2019-2020 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of your Company are as under:

No.	Name of Director/KMP and Designation	% increase/ decrease (-) in Remuneration in the Financial Year 2019-2020	Ratio of remuneration of each Director / to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of your Company
1	Mr. Gautam N. Mehra Managing Director	-2.91 %	51.20:1	Net sales decreased marginally and there was Net Profit of ₹ 9,564 lac
2	Mr. C. V. Alexander Whole-time Director (Upto 30 th April, 2019)	-41.96 %	3.42:1	
3	Ms. Simran G. Mehra Director (Upto 17 th September, 2019)	-59.52%	0.25:1	
4	Mr. Siddharth G. Mehra Whole-time Director	+9.30%	8.95:1	
5	Mrs. M. C. Dalal Independent Director	+11.90%	0.70:1	
6	Mr. R. Pisharody Independent Director	+20.51%	0.70:1	
7	Mr. H. Sunder Independent Director	+133.88%	0.29:1	
8	Mr. C. R. Gupte Independent Director (From 29 th May, 2019 to 8 th August, 2019)	NA	0.14:1	
9	Mr. S. M. Dixit Whole-time Director & Chief Financial Officer	+23.23 %	17.75:1	
10	Mr. U. C. Rege Co. Secretary and EVP – Legal	+13.79 %	NA	

- ii) The median remuneration of employees of your Company during the financial year was ₹ 6,67,630/-.
- (iii) In the financial year, there was an increase of 8.98% in the median remuneration of employees.
- iv) There were 455 permanent employees on the rolls of your Company as on 31st March, 2020.
- v) Relationship between average increase in remuneration and company performance - Net sales decreased marginally in value terms with net profit of ₹ 9,564 lac and the increase in median remuneration was 8.98%.
- vi) Comparison of Remuneration of the Key Managerial Personnel against the performance of your Company- The total remuneration of Key Managerial Personnel increased by 1.95% from ₹ 626.23 lac in 2018-2019 to ₹ 638.47 lac in 2019-2020. Your Company in 2019-2020 made a net profit of ₹ 9,564 lac (against ₹ 11,427 lac in 2018-2019).

vii) a) Variations in the market capitalisation of your Company:

The market capitalisation as on 31st March, 2020 was ₹ 906.04 crore (₹ 1712.85 crore as on 31st March, 2019).

b) Price Earnings ratio of your Company as at 31st March, 2020 was 9.47 and was 14.99 as at 31st March, 2019.

c) Percentage increase / decrease in the market quotations of the shares of your Company as compared to the rate at which your Company came out with the last public offer in the year -

Your Company had come out with initial public offer (IPO) in 1994. The share price of your Company first listed on BSE in October 1994 was ₹ 240 per share of the face value of ₹ 10/- per share. Share price of your Company quoted on BSE on 29th March, 2020 (last trading day of FY 2019-2020) was ₹ 643.90. Increase in the Net-worth of your Company was 2.11% as compared to the previous year.

viii) Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year 2019-2020 was 10.11% and the

increase in the remuneration of KMPs and senior managerial personnel for the same financial year was 1.95%.

ix) The key parameters for the variable component of remuneration availed are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

x) The ratio of the remuneration of the highest paid Director to that of the employees who are not directors but received remuneration in excess of the highest paid Director during the year – Not Applicable.

xi) Remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

For and on behalf of the Board

Gautam N. Mehra
Managing Director
(DIN: 00296615)

Mumbai
18th August, 2020

ANNEXURE TO THE DIRECTORS' REPORT**Particulars required under the Companies (Accounts) Rules, 2014****A. CONSERVATION OF ENERGY:**

- a) Energy Conservation Measures Taken -
- i. Replaced high wattage conventional lamps with low wattage energy efficient LED lamps.
 - ii. Replaced 2 diesel forklifts with electric-battery operated forklifts.
 - iii. Reduced compressor loading hours after analyzing data & optimized the operations.
 - iv. Installation of 25 KW roof top Solar plant completed & commissioning will be done after SEB approval.
- b) Impact of the above measures -
- i. Reduced electrical unit consumption in lighting and compressors.
 - ii. Reduced consumption of fuel by forklifts.
- c) Additional Investments and Proposal for reduction in Consumption of Energy -
- i. Replacement of high wattage conventional lamp with low wattage energy efficient LED lamp in base oil unloading area in order to reduce electrical unit consumption.
 - ii. Installation of VFD in blending Kettle in order to reduce electrical unit consumption.
 - iii. Replacement of opaque galvalume roof sheets with transparent poly carbonate roof sheets in Warehouses for better day light & energy saving.
- d) Total Energy Consumption and Energy Consumption per Unit of Production
Form 'A' enclosed.

B. TECHNOLOGY ABSORPTION

Efforts made for technology absorption are detailed in Form 'B'.

C. ACTIVITIES RELATING TO EXPORTS

Your Company's value of Export Sales (FOB Value) stood at ₹ 30,605 lac in the year under review as against ₹ 31,902 lac during the year 2018-2019 showing a marginal reduction in value terms.

Your Company continues to increase penetration in the existing markets as well as scouting for new markets.

D. TOTAL FOREIGN EXCHANGE USED AND EARNED

	₹ in lac
(i) CIF Value of Imports	158,969.37
(ii) Expenditure in Foreign Currency	247.18
(iii) Foreign Exchange earned	<u>31,698.94</u>

E. PARTICULARS OF EMPLOYEES

Information pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended 31st March, 2020 has been annexed separately.

For and on behalf of the Board

Mumbai
18th August, 2020

Gautam N. Mehra
Managing Director
(DIN: 00296615)

FORM - A
DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY
A. POWER AND FUEL CONSUMPTION

PARTICULARS	2019-2020	2018-2019
1. Electricity		
a. Purchased units (million)	2.671	3.052
Total amount (₹ in lac)	214.24	224.00
Average rate/unit (₹)	8.02	7.34
b. Own Generation		
i) Through Diesel Generation	72,020	40,259
Units per litre of diesel oil	3.22	3.23
Average rate/unit (₹)	20.74	21.64
ii) Through Steam Turbine Generators	-	-
iii) Through Wind Turbines	-	-
Units (million)	-	-
Total amount (₹ in lac)	-	-
Average rate/unit (₹)	-	-
2. Coal	-	-
3. Furnace Oil		
Quantity (KL)	-	40.908
Total amount (₹ in lac)	-	16.0
Average rate/unit (₹)	-	39.06
4. Others	-	-

B. CONSUMPTION PER UNIT OF PRODUCTION

Particulars	Year	Transformer Oil	Liquid Paraffins	Lubricating Oils	Others
Electricity (KWH)	2019-2020	4	13	7	4
	2018-2019	5	15	8	5
Furnace Oil (in litres)	2019-2020	-	-	-	-
	2018-2019	-	-	-	-

For and on behalf of the Board

 Mumbai
 18th August, 2020

Gautam N. Mehra
 Managing Director
 (DIN: 00296615)

FORM – B**DISCLOSURE OF PARTICULARS WITH RESPECT TO TECHNOLOGY ABSORPTION****RESEARCH AND DEVELOPMENT****1. SPECIFIC AREAS IN WHICH R & D CARRIED OUT**

R&D continued to work on developing new products and variants for your Company's range of lubricating oils, transformer oils and white oils. In addition, R&D continued to support key customers for condition monitoring of lubricating and transformer oils. Some of the new products that your R&D developed are -

- Environment friendly motor cycle engine oils meeting BS VI requirement;
- Diesel Exhaust Fluid (DEF);
- Value Added Products for 2-Wheelers such as Chain Grease Spray;
- Expanding the application slate for white oils.

In addition, R&D continued to develop tailor made products for automobile, power and industrial customers.

2. BENEFITS DERIVED

With the country moving to a BS VI regime for automobiles, it was imperative for your Company to be prepared to meet the new product requirements. The development done by your Company's R&D enables your Company to not only meet the same but also exceed them in offering more bio-degradable solutions to the customers. Your Company also launched DEF, which is mandated for all new diesel based BS VI vehicles, allowing them to reduce air pollution. Further value added products such as Chain Grease Sprays allows your Company's network to offer a wider basket of products to ever growing 2-Wheeler customer base. With expansion of the product application slate in White Oils, your Company can leverage several new customers for current and future growth.

3. FUTURE PLAN OF ACTION

Your Company is working to further streamline the synthetic lubricant product range to bring in fuel efficiencies. Several new cost reduction and product development initiatives are in the pipeline to support both the top and the bottom line of your Company. The focus of the R&D continues to be on products that are greener and more environment friendly.

4. EXPENDITURE ON RESEARCH AND DEVELOPMENT

	₹ in lac
(a) Capital	4.66
(b) Recurring	188.47
Total	193.13
Total R & D expenditure as % of turnover	0.09 %

5. TECHNOLOGY ABSORPTION

In addition to the development of new products, your Company's R&D also represents it on many national and international forums like -

- IEC Committee (TX10/MT38) where it is a member for revising the IEC 60296 standard on mineral transformer oil (IEC stands for International Electro Technical Commission, headquartered in Geneva).
- Cigre Technical Committee where it is a guest member for developing D 1.70 on functional properties of modern insulating liquids for transformers and similar electric equipment.

For and on behalf of the Board

Mumbai
18th August, 2020

Gautam N. Mehra
Managing Director
(DIN: 00296615)

FORM NO. AOC -2

Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of Section 188 of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto.

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARMS' LENGTH BASIS:

Sr. No.	Particulars	Details
a)	Name(s) of the related party & nature of relationship	
b)	Nature of contracts/arrangements/transactions	
c)	Duration of the contracts/arrangements/transactions	
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions	NIL
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	

2. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARMS' LENGTH BASIS:

Sr. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	1. Savita Polymers Limited 2. Savita Petro Additives Limited 3. Basant Lok Trading Co. (A Private Company) 4. Chemi Pharmex Pvt. Ltd. 5. Khatri Investments Pvt. Ltd. 6. Kurla Trading Co. Pvt. Ltd. 7. Mansukhmal Investment Pvt. Ltd. 8. Naved Investment & Trading Co. Pvt. Ltd. 9. D. C. Mehra Public Charitable Trust 10. Madhu Trust 11. N. K. Mehra Trust 12. NKM Grand Children's Trust 13. Mr. G. N. Mehra 14. Mrs. R. G. Mehra 15. Mr. S. G. Mehra 16. Ms. S. G. Mehra
b)	Nature of contracts/arrangements/ transactions	1. Sale of goods 2. Sale of fixed assets 3. Purchase of goods 4. Purchase of fixed assets 5. Receipt of Rent 6. Payment of Rent 7. Car parking charges
c)	Duration of the contracts/arrangements/ transactions	From 01.04.2019 to 31.03.2020

Sr. No.	Particulars	Details
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	<ol style="list-style-type: none"> 1. Sale of goods to Savita Polymers Limited of ₹ 11,54,88,654/- 2. Sale of fixed assets to Savita Polymers Limited of ₹ 4,00,000/- 3. Purchase of goods from Savita Polymers Limited of ₹ 2,55,83,438/- 4. Purchase of fixed assets from Savita Polymers Limited of ₹ 1,56,940/- 5. Rent received from Savita Polymers Limited of ₹ 38,72,113/- 6. Rent paid to <ul style="list-style-type: none"> - Chemi Pharmex Pvt. Ltd. ₹ 45,34,740/- - Savita Polymers Ltd. ₹ 17,700/- 7. Car parking charges paid to <ul style="list-style-type: none"> - Basant Lok Trading Co. ₹ 15,200/- - Chemi Pharmex Pvt. Ltd. ₹ 14,160/-
e)	Date of approval by the Board	29 th May, 2019
f)	Amount paid as advances, if any	NIL

For and on behalf of the Board

Gautam N. Mehra

Chairman & Managing Director

(DIN: 00296615)

Mumbai
18th August, 2020

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
for the financial year ended on 31.03.2020

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

I. REGISTRATION & OTHER DETAILS:

i	CIN	L24100MH1961PLC012066
ii	Registration Date	19 th July, 1961
iii	Name of the Company	Savita Oil Technologies Limited
iv	Category/Sub-category of the Company	Company having Share Capital
v	Address of the Registered office & contact details	66/67 Nariman Bhavan, Nariman Point, Mumbai 400 021 Tele:91-22-66246200 / 22883061-61 Fax: 91-22-22029364
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd. C-101, 247 Park, L.B. S. Marg, Vikhroli (W), Mumbai-400 083 Tel: 91-22-49186000 Fax: 91 22 49186060 E-mail : rnt.helpdesk@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 shall be stated

Sr. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Petroleum Products	19201	98.19
2	Wind Power	35106	1.81

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sr. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	NIL	NIL	NIL	NIL	NIL

IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAK UP AS % TO TOTAL EQUITY)
(i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a)	Individual/HUF	9,391,239	-	9,391,239	65.57	9,228,138	0	9,228,138	65.58	0.01
b)	Central Govt.or State Govt.	-	-	-	-	-	-	-	-	-
c)	Bodies Corporates	867,895	-	867,895	6.06	867,895	-	867,895	6.17	0.11
d)	Bank/FI	-	-	-	-	-	-	-	-	-
e)	Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL: (A) (1)		10,259,134	-	10,259,134	71.63	10,096,033	-	10,096,033	71.75	0.12

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters	10,259,134	-	10,259,134	71.63	10,096,033	-	10,096,033	71.75	0.12
(A)= (A)(1)+(A)(2)									
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	1,681,039	-	1,681,039	11.74	1,677,497	-	1,677,497	11.92	0.18
b) Banks/FI	100	-	100	0.00	1,800	-	1,800	0.01	0.01
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	629,558	-	629,558	4.40	616,491	-	616,491	4.38	-0.01
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1):	2,310,697	-	2,310,697	16.13	2,295,788	-	2,295,788	16.32	0.18
(2) Non Institutions									
a) Bodies Corporates									
i) Indian	320,482	500	320,982	2.24	267,129	-	267,129	1.90	-0.34
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lac	978,942	168,811	1,147,753	8.01	993,563	141,392	1,134,955	8.07	0.05
ii) Individuals shareholders holding nominal share capital in excess of ₹ 1 lac	248,996	-	248,996	1.74	235,572	-	235,572	1.67	-0.06
c) NBFCs registered with RBI	-	-	-	-	266	-	266	-	-
IEPF	34,521	-	34,521	0.24	41,340	-	41,340	0.29	0.05
SUB TOTAL (B)(2):	1,582,941	169,311	1,752,252	12.23	1,537,870	141,392	1,679,262	11.93	-0.30
Total Public Shareholding (B)= (B)(1)+(B)(2)	3,893,638	169,311	4,062,949	28.37	3,833,658	141,392	3,975,050	28.25	-0.12
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	14,152,772	169,311	14,322,083	100.00	13,929,691	141,392	14,071,083	100.00	-

(ii) Shareholding of Promoters :

Sr. No.	Names of the Promoters	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Gautam N. Mehra	9,318,325	65.06	-	9,155,224	65.06	-	0.00
2	Reshma Mehra	33,416	0.23	-	33,416	0.24	-	0.00
3	Ritu Satsangi	7,749	0.05	-	7,749	0.06	-	0.00
4	Atul Satsangi	666	0.00	-	666	0.00	-	0.00
5	Simran G. Mehra	30,500	0.21	-	30,500	0.22	-	0.00
6	Siddharth Mehra	583	0.00	-	583	0.00	-	0.00
7	Mansukhmal Investments Pvt. Ltd.	410,000	2.86	-	410,000	2.91	-	0.05
8	Khatri Investments Pvt. Ltd.	427,611	2.99	-	427,611	3.04	-	0.05
9	Kurla Trading Co. Pvt. Ltd.	13,666	0.10	-	13,666	0.10	-	0.00
10	Naved Investment & Trading Co.Pvt.Ltd.	9,452	0.07	-	9,452	0.07	-	0.00
11	Basant Lok Trading Co.	6,166	0.04	-	6,166	0.04	-	0.00
12	Chemi Pharmex Pvt. Ltd.	1,000	0.01	-	1,000	0.01	-	0.00
		10,259,134	71.63	-	10,096,033	71.75	-	0.12

(iii) Changes in Promoters' Shareholding (Specify if there is no change)

Sr. No.	Name of the Promoters	Share holding at the beginning of the Year		Shareholding at the end of the Year	
		No. of Shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	Gautam N. Mehra	9,318,325	65.06	9,155,224	65.06
2	Reshma Mehra	33,416	0.23	33,416	0.24
3	Ritu Satsangi	7,749	0.05	7,749	0.06
4	Atul Satsangi	666	0.00	666	0.00
5	Simran G. Mehra	30,500	0.21	30,500	0.22
6	Siddharth Mehra	583	0.00	583	0.00
7	Mansukhmal Investments Pvt. Ltd.	410,000	2.86	410,000	2.91
8	Khatri Investments Pvt. Ltd.	427,611	2.99	427,611	3.04
9	Kurla Trading Co. Pvt. Ltd.	13,666	0.10	13,666	0.10
10	Naved Investment & Trading Co. Pvt. Ltd.	9,452	0.07	9,452	0.07
11	Basant Lok Trading Co.	6,166	0.04	6,166	0.04
12	Chemi Pharmex Pvt. Ltd.	1,000	0.01	1,000	0.01
		10,259,134	71.63	10,096,033	71.75

Note:

1. Paid up Share Capital of the Company (Face Value ₹ 10.00) at the end of the year is 14071083 Shares.
2. The Details of holding have been clubbed based on PAN.
3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the year.

(iv) Shareholding of Directors & KMPs

Sr. No.	Names of Directors/Key Managerial Personnel	Share holding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Mr. Gautam N. Mehra	9,318,325	65.06	9,155,224	65.06
2	Mr. C. V. Alexander	833	0.01	833	0.01
3	Mr. Siddharth G. Mehra	583	0.00	583	0.00
4	Ms. Simran G. Mehra	30,500	0.21	30,500	0.22
5	Mr. Suhas M. Dixit	20	0.00	20	0.00
6	Mr. Uday C. Rege	-	-	100	0.00

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	₹ in Lac
				Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	271.37	-	271.37
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	271.37	-	271.37
Change in Indebtedness during the financial year				
Additions	-	-	-	-
Reduction	-	130.48	-	130.48
Net Change	-	(130.48)	-	(130.48)
Indebtedness at the end of the financial year				
i) Principal Amount	-	140.89	-	140.89
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	140.89	-	140.89

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL AS ON 31ST MARCH, 2020**A. Remuneration paid/payable to Managing Director, Whole-time Director and/or Manager:**

Sr. No.	Particulars of Remuneration	Name of the MD/WTD				(in ₹)
		Gautam N. Mehra (Managing Director)	C. V. Alexander (Whole-time Director)	Suhas M. Dixit (Whole-time Director)	Siddharth G. Mehra (Whole-time Director)	Total Amount
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961	21,358,220	2,281,558	11,808,074	5,938,340	41,386,192
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	223,314	2,700	39,600	39,600	305,214
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-	-
2	Stock option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission*	12,604,210	-	-	-	12,604,210
5	Others, please specify	-	-	-	-	-
	Total (A)	34,185,744	2,284,258	11,847,674	5,977,940	54,295,616
	Ceiling as per the Act	As per Schedule V	As per Schedule V	As per Schedule V	As per Schedule V	As per Schedule V

B. Remuneration to other Directors:

		(in ₹)				
Sr. No.	Particulars of Remuneration	Names of the Directors				
1	Independent Directors	M. C. Dalal	Simran Mehra	Ravindra Pisharody	Hariharan Sunder	Chandrashekhar Gupte
	(a) Fee for attending Board and Committee Meetings	170,000	-	170,000	140,000	30,000
	(b) Commission*	300,000	-	300,000	300,000	63,934
	(c) Others, please specify	-	-	-	-	-
	Total (1)	470,000	-	470,000	440,000	93,934
2	Other Non Executive Directors					
	(a) Fee for attending board committee meetings	-	60,000	-	-	-
	(b) Commission*	-	139,344	-	-	-
	(c) Others, please specify	-	-	-	-	-
	Total (2)	-	199,344	-	-	-
	Total (B)=(1+2)	470,000	199,344	470,000	440,000	93,934
	Overall ceiling as per the Act	As per Schedule V	As per Schedule V	As per Schedule V	As per Schedule V	As per Schedule V

* Subject to approval of shareholders.

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

		(in ₹)
Sr. No.	Particulars of Remuneration	Key Managerial Personnel
1	Gross Salary	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	21,327,311
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	72,000
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission as % of profit	-
5	Others, please specify	-
	Total	21,399,311

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

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

VIII. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS, HOLDERS OF GDRS & ADRS)

Sr. No.	Name & Type of Transaction	Shareholding at The Beginning of The Year		Transactions During The Year		Cumulative Shareholding at The End of The Year	
		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	HDFC TRUSTEE COMPANY LTD. A/C HDFC BALANCED ADVANTAGE FUND	1,306,326	9.2838			1,306,326	9.2838
	Transfer			09 Aug 2019	(19,918)	1,286,408	9.1422
	AT THE END OF THE YEAR					1,286,408	9.1422
2	PARI WASHINGTON INDIA MASTER FUND LTD.	623,408	4.4304			623,408	4.4304
	Transfer			09 Aug 2019	(11,080)	612,328	4.3517
	AT THE END OF THE YEAR					612,328	4.3517
3	L&T MUTUAL FUND TRUSTEE LIMITED-L&T EMERGING BUSINESSES FUND	374,713	2.6630			374,713	2.6630
	Transfer			05 Apr 2019	1,646	376,359	2.6747
	Transfer			12 Apr 2019	2,000	378,359	2.6889
	Transfer			19 Apr 2019	1,068	379,427	2.6965
	Transfer			26 Apr 2019	932	380,359	2.7031
	Transfer			03 May 2019	730	381,089	2.7083
	Transfer			10 May 2019	1,025	382,114	2.7156
	Transfer			17 May 2019	2,728	384,842	2.7350
	Transfer			24 May 2019	217	385,059	2.7365
	Transfer			31 May 2019	192	385,251	2.7379
	Transfer			14 Jun 2019	4,726	389,977	2.7715
	Transfer			21 Jun 2019	274	390,251	2.7734
	Transfer			26 Jul 2019	1,215	391,466	2.7821
	Transfer			02 Aug 2019	516	391,982	2.7857
	Transfer			09 Aug 2019	(5,343)	386,639	2.7478
	Transfer			16 Aug 2019	70	386,709	2.7483
	Transfer			23 Aug 2019	3,430	390,139	2.7726
	Transfer			30 Aug 2019	2,500	392,639	2.7904
	Transfer			06 Sep 2019	646	393,285	2.7950
	Transfer			13 Sep 2019	1,823	395,108	2.8079
	Transfer			20 Sep 2019	1,531	396,639	2.8188
	Transfer			27 Sep 2019	250	396,889	2.8206
	Transfer			30 Sep 2019	250	397,139	2.8224
	Transfer			03 Jan 2020	(1,415)	395,724	2.8123
	Transfer			10 Jan 2020	(2,725)	392,999	2.7930
	Transfer			17 Jan 2020	(1,910)	391,089	2.7794
	AT THE END OF THE YEAR					391,089	2.7794
4	KCP SUGAR AND INDUSTRIES CORPORATION LIMITED	95,400	0.6780			95,400	0.6780
	Transfer			09 Aug 2019	(1,458)	93,942	0.6676
	AT THE END OF THE YEAR					93,942	0.6676

Sr. No.	Name & Type of Transaction	Shareholding at The Beginning of The Year		Transactions During The Year		Cumulative Shareholding at The End of The Year	
		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
5	RAJASTHAN GLOBAL SECURITIES PRIVATE LIMITED	101,476	0.7212			101,476	0.7212
	Transfer			07 Jun 2019	(17,864)	83,612	0.5942
	Transfer			14 Jun 2019	(9,475)	74,137	0.5269
	Transfer			09 Aug 2019	(1,317)	72,820	0.5175
	Transfer			23 Aug 2019	1,563	74,383	0.5286
	Transfer			20 Dec, 2019	(247)	74,136	0.5269
	AT THE END OF THE YEAR					74,136	0.5269
6	VINOD SETHI	66,718	0.4741			66,718	0.4741
	Transfer			26 Jul 2019	(61,468)	5,250	0.0373
	Transfer			09 Aug 2019	60,297	65,547	0.4658
	Transfer			27 Mar 2020	200	65,747	0.4672
	AT THE END OF THE YEAR					65,747	0.4672
7	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS	34,521	0.2453			34,521	0.2453
	Transfer			13 Sep 2019	81	34,602	0.2459
	Transfer			20 Sep 2019	3,549	38,151	0.2711
	Transfer			31 Dec 2019	(166)	37,985	0.2700
	Transfer			24 Jan 2020	3,188	41,173	0.2926
	Transfer			31 Jan 2020	167	41,340	0.2938
	AT THE END OF THE YEAR					41,340	0.2938
8	RANVIR RANJIT SHAH	37,842	0.2689			37,842	0.2689
	Transfer			26 Jul 2019	(37,092)	750	0.0053
	Transfer			09 Aug 2019	36,921	37,671	0.2677
	AT THE END OF THE YEAR					37,671	0.2677
9	SEETHA KUMARI	56,305	0.4001			56,305	0.4001
	Transfer			17 May 2019	46	56,351	0.4005
	Transfer			31 May 2019	(565)	55,786	0.3965
	Transfer			07 Jun 2019	(18,249)	37,537	0.2668
	Transfer			14 Jun 2019	(4,714)	32,823	0.2333
	Transfer			19 Jul 2019	(1,000)	31,823	0.2262
	Transfer			09 Aug 2019	501	32,324	0.2297
	Transfer			16 Aug 2019	236	32,560	0.2314
	AT THE END OF THE YEAR					32,560	0.2314
10	TEJAS VIDYADHARA RAO SETHI	27,705	0.1969			27,705	0.1969
	AT THE END OF THE YEAR					27,705	0.1969

Notes:

1. Paid up Share Capital of the Company (Face Value ₹ 10.00) at the end of the year is 14071083 Shares.
2. The details of holdings have been clubbed based on PAN.
3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

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

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

To,
The Members,
Savita Oil Technologies Limited

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

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

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by **Savita Oil Technologies Limited** ("the Company") for the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- iii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

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

- i. Secretarial Standards with regard to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- ii. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the period under review and as per the explanations and representations made by the management and subject to clarifications given to us, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except that

The Company's Corporate Social Responsibility spending in pursuance to the Corporate Social Responsibility Policy is less than 2% of the average net profits of the Company made during the three immediately preceding financial years. The Company has not filed data with respect to transfer of unclaimed and unpaid dividend with the Investor Education and Protection Fund Authority for the financial year 2011-12.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company

- (a) The Petroleum Act, 1934 and Rules made thereunder;
- (b) Maharashtra Solvents, Reffinate and Slop (Licence) Order, 2007;
- (c) Lubricating Oils & Greases (Processing, Supply & Distribution) Order, 1987;
- (d) The Electricity Act, 2003.

We further report, that there were no events/ actions in pursuance of:

- a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in

the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

Decisions at the Board Meetings, as represented by the management, were taken unanimously as recorded in the minutes of meetings of the Board of Directors.

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

We further report that during the audit period, there were no specific events/ actions having a major bearing on the Company's affairs.

For **MP & Associates**
Company Secretaries

Manish S. Raut
Partner
FCS No.8962

Place: Thane
Date: 14th August, 2020

UDIN F008962B000579895
C P No.: 10404

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

ANNEXURE A

To,
The Members
Savita Oil Technologies Limited

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

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

For **MP & Associates**
Company Secretaries

Manish S. Raut
Partner
FCS No.8962
C P No.: 10404

Place: Thane
Date: 14th August, 2020

Note: The COVID-19 outbreak was declared as a global pandemic by the World Health Organization. On 24th March, 2020, the Indian government announced a lockdown across the country to contain the spread of the virus. The Audit was commenced in January, 2020 and all the audit documents pertaining to the period from 1st April, 2019 to 31st December, 2019 were physically obtained from the Company but audit documents for the period from 1st January, 2020 to 31st March, 2020 were obtained through electronic mode.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
 The Members of
Savita Oil Technologies Limited
 66/67, Nariman Bhavan, Nariman Point,
 Mumbai 400021

I/We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Savita Oil Technologies Limited having CIN L24100MH1961PLC012066 and having registered office at 66/67, Nariman Bhavan, Nariman Point, Mumbai 400021 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In my/our opinion and to the best of my/our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its officers, I/We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of the Director	Director Identification Number	Date of appointment in the Company
1	Mr. Gautam Nandkishore Mehra	00296615	25/03/1997
2	Mr. Siddharth Gautam Mehra	06454215	01/07/2017
3	Mr. Hariharan Sunder	00020583	28/01/2019
4	Mrs. Meghana Chetan Dalal	00087178	31/10/2014
5	Mr. Ravindra Pisharody	01875848	01/01/2018
6	Mr. Suhas Manohar Dixit	02359138	01/07/2017

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

For **MP & Associates**
 Company Secretaries

Manish S. Raut
 Partner

Place: Thane
 Date : 14th August, 2020

Mem No. F8962 COP 10404
 UDIN: F008962B000579873

Corporate Governance

Report on Corporate Governance for the year 2019-2020 is as under-

1. PHILOSOPHY ON CORPORATE GOVERNANCE

The Company believes in delivering value to all its stakeholders including shareholders, customers, partners, employees and the society at large. As a responsible corporate citizen, the Company practices highest level of ethics. The Company adopts integrity, fairness and transparency in all its dealings. The Board of Directors is responsible for implementation and supervision of Corporate Governance principles of the Company.

The Company has complied with the requirements of Corporate Governance in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as are amended and applicable to the Company. A detailed report on the compliance with the principles of Corporate Governance as prescribed, follows.

2. BOARD OF DIRECTORS

The composition of the Board is in conformity with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which inter alia stipulate that the Board should have an optimum combination of Executive and Non-Executive Directors with at least one Woman Director and at least 50% of the Board should consist of Independent Directors, if the Chairman of the Board is an Executive Director.

During the FY 2019-2020, the Company had 9 Directors on Board who are experienced professionals with a Managing Director heading the business, one Promoter-Executive Director, two non-Promoter Executive Directors, one Promoter-non-Executive Director and four non-Promoter non-Executive Independent Directors. Out of 9 Directors, one non-Promoter Executive Director retired on 30th April, 2019, one non-Promoter non-Executive Independent Director resigned on 8th August, 2019 and one Promoter non-Executive Director wished not to be re-appointed w.e.f. 17th September, 2019, resulting in 6 Directors on Board as on 31st March, 2020. All the Directors possess the requisite qualifications and experience in general corporate management, finance, banking, insurance and other allied fields

enabling them to contribute effectively in their capacity as Directors of the Company.

As mandated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors on the Board of the Company:

- are persons of integrity and possess relevant expertise and experience;
- are not the Promoters of the Company or its holding, subsidiary or associate company;
- are not related to Promoters or Directors of the Company, its holding, subsidiary or associate companies;
- Apart from receiving Directors' remuneration and sitting fees, do not have any material pecuniary relationships or transactions with the Company, its holding, subsidiary or associate company or their Promoters or Directors, during the two immediately preceding financial years or during the current financial year;
- None of whose relatives has or had pecuniary relationship or transaction with the Company, its holding, subsidiary or associate company or their Promoters, or Directors, amounting to 2% or more of its gross turnover or total income or 50 lac or such higher amount as prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither themselves nor any of their relatives hold or have held the position of a key managerial personnel or is or has been employee of the Company or its holding, subsidiary or associate company in the immediately preceding three financial years i.e. FY 2016-2017, 2017-2018, and 2018-2019;
- Are not partner(s) or executive(s) or were not partner(s) or executive(s) during the preceding three years, of any of the following:
 - i. Statutory audit firm or company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate company;

- ii. Legal firm(s) and consulting firm(s) that have a transaction with the Company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
- Are not holding together with their relatives 2% or more of the total voting power of the Company;
- Are not the CEO or Director, by whatever name called, of any non-profit organization that receives 25% or more of its receipts from the Company, any of its Promoters, Directors or its

holding, subsidiary or associate company or that holds 2% or more of the total voting power of the Company;

- Are not material supplier(s), service provider(s) or customer(s) or lessor(s) or lessee(s) of the Company, which may affect their independence as a Director;
- Are not less than 21 years of age.

The details of the familiarization programme for Independent Directors have been posted on the website of the Company www.savita.com.

The composition and category of the Directors on the Board of the Company are:

Director	Category	No. of outside Directorships	No. of Directorships in outside public companies	No. of outside Committee Memberships
Mr. Gautam N. Mehra DIN: 00296615	Executive-CMD-Promoter	10	3	2
Ms. Simran G. Mehra DIN: 06449809	Promoter-Non-Executive	2	1	-
Mr. Siddharth G. Mehra DIN: 06454215	Promoter-Executive	6	1	-
Mr. C. V. Alexander DIN: 00253736	Non-Promoter-Executive	2	1	-
Mrs. Meghana C. Dalal DIN: 00087178	Non-Promoter Non-Executive-Independent	1	-	-
Mr. Ravindra Pisharody DIN: 01875848	Non-Promoter Non-Executive-Independent	4	1	-
Mr. Suhas M. Dixit DIN: 02359138	Non-Promoter-Executive	1	1	2
Mr. Chandrashekhar R. Gupte DIN: 00009815	Non-Promoter Non-Executive-Independent	1	1	-
Mr. Hariharan Sunder DIN: 00020583	Non-Promoter Non-Executive-Independent	-	-	-

Particulars of Directors seeking re-appointment

Mr. Suhas M. Dixit has been recommended by the Board for re-appointment as per the particulars provided in the Notice of the 59th Annual General Meeting of the Company. Mr. Siddharth G. Mehra is liable to retire by rotation and being eligible, offers himself for re-appointment.

Profiles of Mr. Siddharth G. Mehra and Mr. Suhas M. Dixit have been listed below the Explanatory Statement to the Notice of the 59th Annual General Meeting of the Company.

Number of Board Meetings with dates

During the period 1st April, 2019 to 31st March, 2020, the Board met 5 times. The Board Meetings were held on 29th May, 2019, 12th August, 2019, 31st October, 2019, 3rd February, 2020 and 7th March, 2020.

Attendance of Directors at the Board Meetings held during FY 2019-2020 and the last Annual General Meeting

Name of the Director	Attendance		Last AGM attended
	No. of meetings held during the tenure of Directors		
	Held	Attended	
Mr. Gautam N. Mehra	5	5	Yes
Ms. Simran G. Mehra	2	2	Yes
Mr. Siddharth G. Mehra	5	5	Yes
Mrs. M. C. Dalal	5	5	Yes
Mr. R. Pisharody	5	5	Yes
Mr. S. M. Dixit	5	5	Yes
Mr. H. Sunder	5	4	No
Mr. C. R. Gupte	1	1	NA

Information placed before the Board

A detailed agenda folder is sent to each Director in advance of the Board Meetings. As a policy, all major decisions involving investments and capital expenditure, in addition to matters which statutorily require the approval of the Board are put up for consideration of the Board. *Inter alia*, the following information, as may be applicable and required, if any is provided to the Board as a part of the agenda papers –

- Annual operating plans and budgets and any updates.
- Capital budget-purchase and disposal of plant, machinery and equipment.
- Quarterly, Half yearly and Annual Results of the Company.
- Minutes of the Meetings of the Audit Committee and other Committees of the Board.
- Information on recruitment and remuneration of senior officers just below the Board level.
- Materially important show cause, demand, prosecution notices and penalty notices.
- Fatal or serious accidents, dangerous occurrences, any material effluent or environmental pollution related matters.
- Any material default in financial obligations to and by the Company, or substantial non-payments by clients.
- Any issue, which involves possible public or product liability/claims of substantial nature,

including any judgments or orders which may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.

- Details of any joint venture agreement or collaboration agreement.
- Transactions that involve substantial payment towards goodwill, brand equity or intellectual property.
- Significant labour problems and their proposed solutions. Any significant development in human resources or on the industrial relations front such as signing of wage agreement, etc.
- Sale of material nature, of investments, subsidiaries, assets, which are not in the normal course of business.
- Quarterly details of foreign exchange exposure and the steps taken by the Management to limit the risk of adverse exchange rate movement, if material.
- Non-compliance of any regulatory, statutory or listing requirements and members' services such as non-payment of dividend, delay in share transfer, etc.
- The Board periodically reviews compliance reports of all laws applicable to the Company, prepared by the Management as well as steps taken by the Company to rectify instances of non-compliances, if any.

3. COMMITTEES OF THE BOARD

In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of the Company has constituted the following Committees:

A) Audit Committee

The Audit Committee consists of the following Directors –

Mrs. Meghana C. Dalal	Chairperson (Non-Executive Independent Director)
Mr. Gautam N. Mehra	Member (Managing Director)
Mr. Ravindra Pisharody	Member (Non-Executive Independent Director)

The terms of reference of the Audit Committee include the following:

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the Management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
 - Changes, if any, in accounting policies and practices and reasons for the same.
 - Major accounting entries involving estimates based on the exercise of judgment by the Management.
 - Significant adjustments made in the financial statements arising out of audit findings.

- Compliance with listing and other legal requirements relating to financial statements.
- Disclosure of any related party transactions.
- Qualifications in the draft audit report.

- Reviewing with the Management, quarterly financial statements before submission to the Board for approval;
- Reviewing with the Management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing with the Management, performance of the statutory and internal auditors and adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with the internal auditors of any significant findings and follow-up thereon;

- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- Discussions with the statutory auditors before the audit commences, about the nature and scope of the audit as well as post-audit discussions to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to depositors, debenture holders, members (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the Whistle Blower mechanism/Vigil mechanism;
- Carrying out any other functions as specified in the terms of reference, as amended from time to time;
- Besides the above, the role of the Audit Committee includes mandatory review of the following information -
 - Management discussion and analysis of financial condition and results of operations;
 - Statement of significant related party transactions (as defined by the Audit Committee), submitted by Management;
 - Management letters/letters of internal control weaknesses issued by the statutory auditors, if any;
 - Internal audit reports relating to internal control weaknesses; and
 - The appointment, removal and terms of remuneration of the Internal Auditor.

The Audit Committee met four times on 29th May, 2019, 12th August, 2019, 31st October, 2019 and 3rd February, 2020 during the year 2019-2020.

Attendance of Director Members at the Audit Committee Meetings

Names of Director Members	Attended
Mrs. Meghana C. Dalal	4
Mr. Gautam N. Mehra	4
Mr. Ravindra Pisharody	4

B) Stakeholders' Relationship Committee

The following are the Members of this Committee:

Mrs. Meghana C. Dalal	Chairperson (Non-Executive Independent Director)
Mr. Gautam N. Mehra	Member (Managing Director)
Mr. Suhas M. Dixit	Member (Whole-time Director)

Mr. U. C. Rege, Company Secretary & Executive VP – Legal is the Compliance Officer of the Committee.

The Committee deals with the following matters:

- Noting transfer/transmission of shares.
- Review of dematerialised/re-materialised shares and all other related matters.
- Monitors expeditious redressal of Investor grievance matters received from Stock Exchanges, SEBI, ROC, etc.
- Monitors redressal of queries/complaints received from Members relating to transfers, non-receipt of Annual Report, dividend etc.
- All other matters related to shares. In accordance with Section 178(5) of the Companies Act, 2013, the Stakeholders Relationship Committee shall in addition to the above role, also consider and resolve the grievances of deposit holders and other security holders of the Company, if any.

The Stakeholders' Relationship Committee met four times on 29th May, 2019, 12th August, 2019, 31st October, 2019 and 3rd February, 2020 during the year 2019-2020.

Attendance of Director Members at the Meetings

Names of Director Members	Attended
Mrs. Meghana C. Dalal	4
Mr. Gautam N. Mehra	4
Mr. Suhas M. Dixit	4

Details of Shareholders' Grievances and their redressal

Sr. No.	Type	Received	Cleared
1.	Transfers / Transmissions / Name Correction / Change of address	78	77
2.	Non-receipt/revalidation of Dividend Warrants	25	25
3.	De-materialisation	0	0
4.	Others	291	287

The Company has resolved most of the Shareholders' grievances/correspondences within a period of 15/30 days from the date of receipt of the same during the year 2019-2020 except in cases which are constrained by disputes and/or legal impediments.

C) Corporate Social Responsibility Committee

The following are the Members of this Committee –

Mr. Gautam N. Mehra	Chairman (Managing Director)
Mr. Suhas M. Dixit	Member (Whole-time Director)
Mr. Ravindra Pisharody	Member (Non-Executive Independent Director)
Ms. Simran G. Mehra	Member (Non-Executive Director)*

*upto 17.09.2019

The role of the Committee is as under:

- Review the Corporate Social Responsibility Policy for taking up activities by the Company as specified in Schedule VII of the Companies Act, 2013.
- Recommend the amount of expenditure to be incurred on the activities referred in the CSR Policy.
- Monitor the CSR Policy of the Company and its implementation from time to time.
- Such other functions as the Board may deem fit from time to time.

The Corporate Social Responsibility Committee met four times on 29th May, 2019, 12th August, 2019, 31st October, 2019 and 3rd February, 2020 during the year 2019-2020.

Attendance of Director Members at the Corporate Social Responsibility Committee Meetings

Names of Director Members	Attended
Mr. Gautam N. Mehra	4
Mr. Suhas M. Dixit	4
Mr. Ravindra Pisharody	4
Ms. Simran G. Mehra	2

D) Nomination and Remuneration Committee

The Nomination and Remuneration Committee consists of the following Directors –

Mr. Ravindra Pisharody	Chairman (Non-Executive Independent Director)
Mrs. Meghana C. Dalal	Member (Non-Executive Independent Director)
Mr. Hariharan Sunder	Member (Non-Executive Independent Director)
Ms. Simran G. Mehra	Member (Non-Executive Director)*

*upto 17.09.2019

The Nomination and Remuneration Committee met two times on 29th May, 2019 and 3rd February, 2020 during the year 2019-2020.

Attendance of Director Members at the Nomination and Remuneration Committee Meetings

Names of Director Members	Attended
Mr. Ravindra Pisharody	2
Mrs. Meghana C. Dalal	2
Mr. Hariharan Sunder	1
Ms. Simran G. Mehra	1

In accordance with Section 178 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the role of the Nomination and Remuneration Committee of the Company is as under:

- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
 - Formulation of criteria for evaluation of Independent Directors and the Board;
 - Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
 - Devising a policy on Board diversity.
The Remuneration Policy adopted by the Company is attached as a separate annexure to the Directors' Report.
- The performance of the Independent Directors and the Executive Directors could not be evaluated by the Board at the end of the year 2019-2020 due to lockdown resulting out of COVID-19 pandemic.

Details of remuneration paid/to be paid (₹ in lac) to the Directors for the year 2019-2020

Director	All elements of remuneration package taken together	Sitting fees	Commission*
Managing Director			
Mr. Gautam N. Mehra			
Salary	80.68		
Perquisites	129.14		
Contribution to PF	9.07	-	126.04
Executive Directors			
Mr. Siddharth G. Mehra			
Salary	18.80	-	-
Perquisites	28.58		
Contribution to PF	2.26		
Mr. C. V. Alexander			
Salary	17.79	-	-
Perquisites	3.22		
Contribution to PF	0.21		
Mr. Suhas M. Dixit			
Salary	42.51	-	-
Perquisites	58.03		
Contribution to PF	4.06		
Non-executive Directors			
Mrs. M. C. Dalal		1.70	3.00
Ms. Simran G. Mehra		0.60	1.39
Mr. Ravindra Pisharody		1.70	3.00
Mr. Hariharan Sunder		1.40	3.00
Mr. C. R. Gupte		0.30	0.64

*Subject to approval of shareholders.

E) Risk Management Committee

The Risk Management Committee consists of the following Directors –

Mr. Gautam N. Mehra	Chairman (Managing Director)
Mr. Suhas M. Dixit	Member (Whole-time Director)
Mr. Hariharan Sunder	Member (Non-Executive Independent Director)
Mrs. Meghana C. Dalal	Member (Non-Executive Independent Director)

The Risk Management Committee met two times on 29th May, 2019 and 31st October, 2019 during the year 2019-2020.

Attendance of Members at the Risk Management Committee Meetings

Names of Director Members	Attended
Mr. Gautam N. Mehra	2
Mr. Suhas M. Dixit	2
Mr. Hariharan Sunder	1
Mrs. Meghana C. Dalal	2

The Company has in place a suitable risk management framework concerning its working. The Board of Directors of the Company at its Meeting held on 31st October, 2014 had approved the Risk Management Policy. The Risk Management Committee has been delegated the authority by the Board to review and monitor the implementation of the Risk Management Policy of the Company. Under this framework, risks are identified across all possible business processes of the Company on a continuous basis. Once identified, these risks are systematically categorized as strategic risks, business risks or reporting risks. To address these risks in a comprehensive manner, each risk is mapped to the concerned department for further action. The Risk Management Policy has been posted on the website of the Company www.savita.com.

4. GENERAL BODY MEETINGS AND SPECIAL RESOLUTIONS

Date, place, time with special resolutions passed at the General Body Meetings held in the last three years are:-

Year	AGM Date, Place & Time	Special Resolution
2018-2019	17.09.2019 M. C. Ghia Hall, Mumbai 11.00 a.m.	1. Re-appointment of Mrs. Meghana C. Dalal as an Independent Director of the Company.
2017-2018	29.09.2018 Suryavanshi Banquet, Mumbai 11.00 a.m.	1. Re-appointment of Mr. Gautam N. Mehra as the Managing Director of the Company up to 30 th September, 2023. 2. Re-appointment of Mr. C. V. Alexander as the Whole-time Director from 1 st October, 2018 up to 30 th April, 2019.
2016-2017	29.09.2017 M. C. Ghia Hall, Mumbai 2.30 p.m.	1. Re-appointment of Mr. C. V. Alexander as the Whole-time Director from 1 st October, 2017 up to 30 th September, 2018. 2. Appointment of Mr. Siddharth G. Mehra, as the Whole-time Director of the Company up to 30 th September, 2021. 3. Appointment of Mr. Suhas M. Dixit as the Whole-time Director of the Company up to 30 th September, 2020.

No special resolutions were put through postal ballot in the last year and no special resolutions are proposed to be passed through postal ballot as on date.

5. DISCLOSURE ON MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS (WITH PROMOTERS, DIRECTORS, MANAGEMENT, THEIR SUBSIDIARIES OR RELATIVES ETC.) WHICH MAY HAVE POTENTIAL CONFLICT WITH THE INTEREST OF THE COMPANY AT LARGE

All details on the financial and commercial transactions, where Directors may have a potential interest, are provided to the Board. The interested Directors neither participate in the discussion, nor vote on such matters. During 2019-2020, there were no material related party transactions entered by the Company that had a potential conflict with the interests of the Company. As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has formulated a Related Party Transactions Policy which is available on the website of the Company www.savita.com.

6. COMPLIANCE

(a) Details of non-compliance, if any

The Company has complied with all the requirements of regulatory authorities. During the last three years, there were no instances of non-compliance by the Company and no penalty or strictures were imposed or passed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to the capital markets.

(b) Compliance with mandatory requirements

The Company is fully compliant with the applicable mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, relating to Corporate Governance.

(c) CEO/CFO Certification

As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, the Chairman & Managing Director and the Chief Financial Officer of the Company have certified regarding the Financial Statements for the year ended 31st March, 2020 which is annexed to this Report.

(d) Practising Company Secretaries' Certificate on Corporate Governance

The Company has obtained a Certificate from Practising Company Secretaries regarding compliance of the conditions of Corporate Governance, as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which together with this Report on Corporate Governance is annexed

to the Directors' Report and shall be sent to all the Members of the Company and the Stock Exchanges along with the Annual Report of the Company.

7. DISCLOSURE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING CERTAIN AGREEMENTS WITH THE MEDIA COMPANIES

Pursuant to the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 no agreement(s) have been entered with media companies and/or their associates which has resulted/will result in any kind of shareholding in the Company and consequently any other related disclosures viz., details of nominee(s) of the media companies on the Board of the Company, any management control or potential conflict of interest arising out of such agreements, etc. are not applicable. Nor has the Company entered into any other back to back treaties/contracts/agreements/ MOUs or similar instruments with media companies and/or their associates.

8. CODE FOR PREVENTION OF INSIDER TRADING

The Company has instituted a comprehensive Code for Prevention of Insider Trading, for its Directors and designated employees, in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, as amended from time to time. The objective of this Code is to prevent purchase and/or sale of shares of the Company by an insider on the basis of unpublished price sensitive information. Under this Code, Directors and designated employees are completely prohibited from dealing in the Company's shares when the Trading Window is closed. Further the Code specifies the procedures to be followed and disclosures to be made by Directors and the designated employees, while dealing with the shares of the Company and enlists the consequences of any violations. Mr. U. C. Rege, Company Secretary & Executive VP - Legal functions as the Compliance Officer under this Code.

The Code is posted on the website of the Company www.savita.com.

9. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Whistle Blower Policy under which the employees are free to report violations of applicable laws and regulations.

The same is posted on the website of the Company www.savita.com.

10. MEANS OF COMMUNICATION

This is being done through quarterly results, which are published in national English (Business Standard all editions and Free Press Journal Mumbai edition) and Marathi (Navshakti - Mumbai) daily newspapers.

The financial results are also displayed on the Company's Website www.savita.com

11. GENERAL SHAREHOLDER INFORMATION

A. Date of Book closure	: 22/09/2020 to 29/09/2020 (both days included)
B. Date and Venue of AGM	: 29 th September, 2020 at 11 a.m. through video conferencing and/or other audio visual means.
C. Dividend Payment (Equity)	: Interim Dividend @ 200% on Equity shares was recommended by the Board on 7 th March, 2020 and paid on 23 rd March, 2020. The Board has recommended the interim dividend paid as final dividend for the year 2019-2020.
D. Listing on Stock Exchanges in India	: BSE Limited Phiroze Jeejeebhoy Towers, Dalal street, Mumbai – 400 001 Stock Code: 524667 National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Stock Code: SOTL – EQ
E. Status of Listing Fees	Paid to BSE Limited and National Stock Exchange of India Limited for 2020-2021.
F. Registered office	66/67, Nariman Bhavan, Nariman Point, Mumbai – 400 021 Tel. No.: 91-22-6624 6200 / 6624 6228 Fax: 91-22-2202 9364
G. Manufacturing Facilities	17/17A, Thane Belapur Road, Turbhe, Navi Mumbai – 400 705 Tel: 91-22-2768 1521 / 6768 3500 Fax: 91-22-2768 2024 Survey No.10/2 Kharadpada, Post Naroli, Silvassa, Dadra and Nagar Haveli – 396 230 Tel: 07574843521-22 Survey No.140/1, Village Kuvapada, Silli, P.O. Kilwani, Silvassa, Dadra and Nagar Haveli - 396 230 Tel: 07574843523-24
H. Depositories	National Securities Depository Ltd. 4 th Floor, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400 013 Central Depository Services (India) Limited 25 th Floor, Marathon Futurex, N M Joshi Marg, Lower Parel (East), Mumbai – 400 013

12. SHARE TRANSFER IN PHYSICAL FORM AND OTHER COMMUNICATION REGARDING SHARE CERTIFICATES, DIVIDENDS AND CHANGE OF ADDRESS ETC. TO BE SENT EITHER TO -

Savita Oil Technologies Limited
66/67 Nariman Bhavan,
Nariman Point,
Mumbai – 400 021
Tel. No.: 91-22-6624 6200 / 2288 3061-64
Fax: 91-22-2202 9364
E-mail: legal@savita.com

OR

Link Intime India Pvt. Ltd.
C-101, 247 Park
L. B. S. Marg, Vikhroli (West)
Mumbai – 400 083
Tel. No.: 91-22-4918 6000
Fax: 91-22-4918 6060
E-mail: rnt.helpdesk@linkintime.co.in

13. SHARE TRANSFER SYSTEM

Transfer of Shares in physical form is generally registered and certificates are returned within a period of 15 days from the date of receipt of the documents clear in all respects. Similarly, the dematerialisation requests are also processed within a period of 15 days. The Shareholders' Grievances/Stakeholders' Relationship Committee meets as often as required. The total number of shares transferred in physical and dematerialised form during the year 2019-2020 are as follows:

Category	Requests received	Requests attended	Shares received	Shares processed and settled
Physical	25	16	2974	2076
Dematerialised	196	135	38785	27659

14. DISTRIBUTION OF SHAREHOLDINGS AS ON 31ST MARCH, 2020

No. of Equity Shares held	No. of Share Holders	% of Share Holders	No. of Shares	% of Share Holding
Up to 500	7986	95.40	698128	4.96
501-1,000	202	2.41	151457	1.08
1,001-2,000	92	1.10	130532	0.93
2,001-3,000	22	0.26	55337	0.39
3,001-4,000	13	0.16	43423	0.31
4,001-5,000	5	0.06	23744	0.17
5,001-10,000	20	0.24	138339	0.98
10,001-Above	31	0.37	12830123	91.18
Total	8371*	100.00	14071083	100.00

Before clubbing of PAN of shareholders

15. CATEGORIES OF SHAREHOLDINGS AS ON 31ST MARCH, 2020

Category	No. of Share Holders	Voting Strength %	No. of Shares held
Overseas Corporate Bodies	-	-	-
Non-resident Individuals			
On non-repatriable basis	57	0.12	16941
On repatriable basis	89	0.20	27542
Government Companies	1	0.29	41340
FIs	8	4.38	616491
Promoters, Directors	24	71.75	10096033
Banks/Mutual Funds/Public Financial Institutions/Trusts/NBFC	5	11.94	1679563
Other Bodies Corporate	130	1.90	267129
Resident Individuals	8057	9.42	1326044
Total	8371#	100.00	14071083

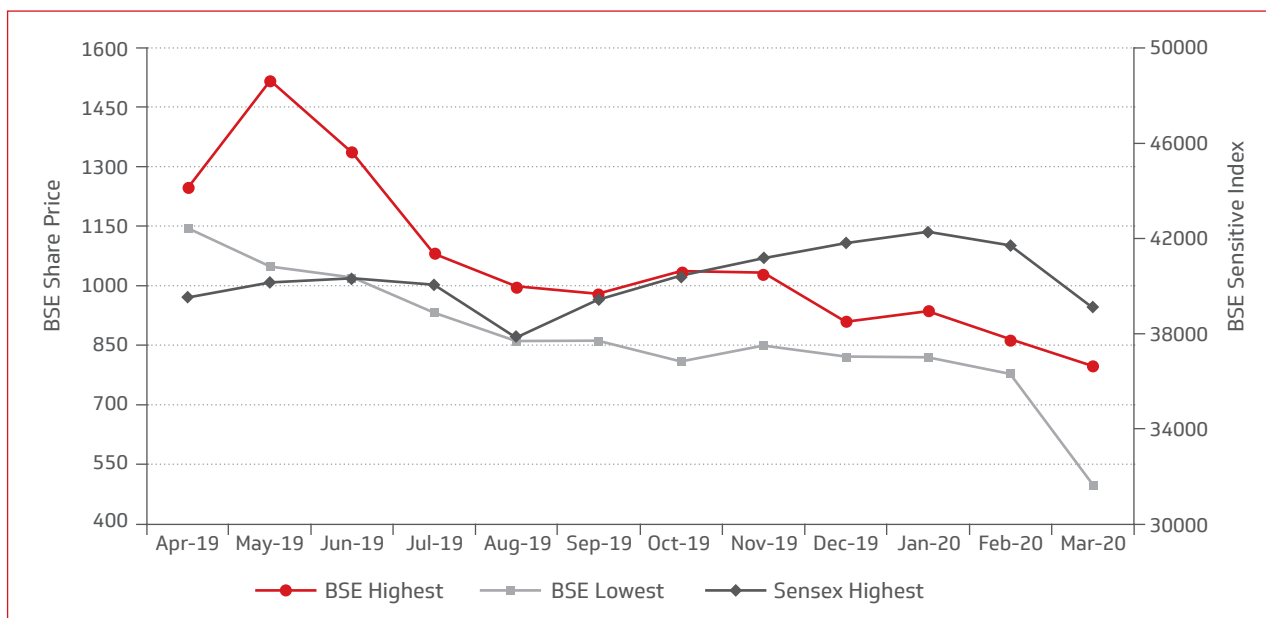
Before clubbing of PAN of shareholders

16. DEMATERIALISATION OF SHARES

The Company's shares are compulsorily traded in dematerialised form as per SEBI guidelines. As on 31st March 2020, 1,39,29,691 shares aggregating to 99% of equity shares of the Company have been dematerialised. The Company's ISIN is INE035D01012.

17. STOCK MARKET PRICES

Month	BSE		NSE		BSE SENSEX	
	Highest (₹)	Lowest (₹)	Highest (₹)	Lowest (₹)	Highest	Lowest
April 2019	1245.00	1145.05	1239.90	1125.00	39487.45	38460.25
May 2019	1515.00	1051.00	1389.00	1055.15	40124.96	36956.10
June 2019	1339.05	1020.00	1350.05	1019.00	40312.07	38870.96
July 2019	1078.90	933.35	1075.00	960.05	40032.41	37128.26
August 2019	999.00	859.90	1002.90	859.00	37807.55	36102.35
September 2019	981.00	862.00	968.95	860.00	39441.12	35987.80
October 2019	1038.00	810.00	1043.45	805.00	40392.22	37415.83
November 2019	1033.70	850.05	1019.00	875.10	41163.79	40014.23
December 2019	908.85	822.05	916.00	828.00	41809.96	40135.37
January 2020	938.00	820.20	936.00	825.00	42273.87	40476.55
February 2020	865.00	778.90	905.10	773.60	41709.30	38219.97
March 2020	799.20	497.00	815.00	475.00	39083.17	25638.90



18. FINANCIAL CALENDAR 2020-2021

Financial Reporting for the first quarter ending 30th June, 2020 – 1st half of August, 2020.

Financial Reporting for the second quarter and half year ending 30th September, 2020 – last week of October, 2020.

Financial Reporting for the third quarter ending 31st December, 2020 – last week of January, 2021.

Financial Reporting for the fourth quarter ending 31st March, 2021 – Month of May, 2021.

Audited Accounts for the year ending 31st March, 2021 – Month of May, 2021.

Annual General Meeting for the year ending March, 2021 – first/second week of August/ September, 2021.

The website of the Company is www.savita.com

For and on behalf of the Board

Mumbai
18th August, 2020

Gautam N. Mehra
Managing Director
(DIN: 00296615)

**CERTIFICATION BY THE MANAGING DIRECTOR AND
THE CHIEF FINANCIAL OFFICER (CFO)**

We, Gautam N. Mehra, Managing Director and Suhas M. Dixit, Director and CFO of Savita Oil Technologies Limited certify to the best of our knowledge and belief that –

1. We have reviewed the Balance Sheet and Profit and Loss Account along with all its Schedules and Notes on Accounts, Cash Flow Statements and the Directors' Report for the FY 2019-2020;
2. These statements do not contain any untrue statement of a material fact or any omission to state a material fact on the statements made;
3. The financial statements and other financial information contained thereon in this Report present a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as of, and for, the period ending 31st March, 2020. These statements and other information presented in the Report are in compliance with the existing accounting standards and applicable laws and regulations as on the closing date;
4. No transactions entered into by the Company during the year are in contravention with the applicable laws and regulations, fraudulent, or in breach of the Company's Code of Conduct;
5. We are responsible for establishing and maintaining controls and procedures on disclosure as well as internal control over financial reporting for the Company, and we have:
 - a) designed such controls and procedures so as to ensure the material information relating to the Company is made available to us by others during the period in which this Report is being prepared;
 - b) designed such internal control over financial reporting with a view to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with generally accepted accounting principles;
 - c) evaluated the effectiveness of the Company's disclosure, controls and procedures.
6. All Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct for the current year.

Mumbai
18th August, 2020

Suhas M. Dixit
Chief Financial Officer & Director
(DIN: 02359138)

Gautam N. Mehra
Managing Director
(DIN: 00296615)

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of Savita Oil Technologies Limited

We have examined the compliance of the conditions of Corporate Governance by Savita Oil Technologies Ltd. ("the Company") for the year ended on March 31, 2020 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

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

We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with corporate governance requirements by the Company.

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

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

For **MP & Associates**
Company Secretaries

Manish S. Raut
Partner
FCS 8962
COP 10404
UDINF008962B000582095

Date: August 14, 2020

Note: The COVID-19 outbreak was declared as a global pandemic by the World Health Organization. On 24th March, 2020, the Indian government announced a lockdown across the country to contain the spread of the virus. The Audit was commenced in January, 2020 and all the audit documents pertaining to the period from 1st April, 2019 to 31st December, 2019 were physically obtained from the Company but audit documents for the period from 1st January, 2020 to 31st March, 2020 were obtained through electronic mode.

Management Discussion and Analysis

Management Discussion and Analysis covering segment-wise performance and outlook is given below:

A. GLOBAL ECONOMIC SCENARIO

The year 2019 witnessed decelerating GDP growth rates in almost 90% of the Global economies. This is a sharp drop from only two years ago where 75% of global economies were showing increasing growth rates. 2019 ended with global GDP growth pegged at 2.5% as opposed to 3.6% and 3.8% in the preceding years. Volatility arising from Global Trade Wars were estimated to account for up to 0.8% in GDP deceleration as per the IMF, and in many cases it can be argued a growing trend of nationalization is likely to intensify this loss further.

Towards the end of FY 2019-2020, COVID-19 inflicted a further blow to the depressed economic growth rates and threatens to contract global GDP by more than 5% with a historic contraction in per capita income levels. The actual impact of this remains to be seen. However, on a brighter note there are several positive signs of global and local collaboration to develop a vaccine that can neutralize the effect of the COVID-19 virus and bring us back on the growth path as witnessed only 2 years ago.

B. DOMESTIC ECONOMIC SCENARIO

India too witnessed de-growth with GDP growth rate dipping to a 11-year low at 4.2%. Several segments such as the automotive sector and the manufacturing sector witnessed declining demand further fractured by slow credit growth and asset quality stress from the financial sector.

Govt. of India reacted to this and implemented several measures to add stimulus to the manufacturing sector such as reducing corporate tax rates, focusing on building infrastructure like national and state highways etc. However, as a result of COVID-19, India also has had amongst the most stringent lockdowns enforced and as we begin to unlock, the impact of this will only be known further down the road.

I. Petroleum Products

While COVID-19 is likely to impact demand for several non-essential items, the demand for your Company's products is likely to stay firm as they play an important

role in lubricating and insulating the growth engines of the nation's Economy.

Transformer Fluids

Transformer Fluids are fundamental to the safe and smooth running of transformers to support the nation's power grids and addition of power capacity in rural and urban areas. These robust fluids are designed to function as an insulating medium as well as to help dissipate heat and keep the transformers running at a safe temperature.

Opportunities, Threats and Future Roadmap

The global transformer oil market is projected to reach USD 3.0 billion by 2025 from an estimated market size of USD 2.2 billion in 2020, growing at a CAGR of 6.9% during the forecast period. The factors driving the growth for transformer oil are the upgradation of electric grids in developing countries along with the expansion of electric grids due to growing industrialization and urbanization in developing nations.

With the Government's aim of achieving 24*7 Power for all within India, several initiatives that have been taken are likely to bear fruit in the coming years. The Government's green initiatives to add 175 GW of Renewable Energy capacity in addition to already announced schemes like the Ujwal Discoms Assurance Yojana (UDAY) for operational and financial turnaround of state-owned Power Distribution Companies (DISCOMs) and 100 per cent village electrification under Deen Dayal Upadhyaya Gram Jyoti Yojana (DDUGJY) are likely to boost power capacity addition and thus the use of Transformer Fluids. In addition, the latest announcement of a ₹ 90,000 crore bailout package for DISCOMs on 13th March, 2020 is likely to provide relief and debottleneck the project pipeline across the value chain. Being the market leader for Transformer Fluids in India, your Company is well poised to capture the opportunity presented by the above Schemes and Initiatives.

Further, your Company has also during the year expanded its footprints to newer geographies in International Markets with a higher focus on servicing multinational OEM's via localized stocking arrangements in at least 4 continents. There remains

a continual effort to expand the product distribution capabilities to diversify geographic risk and localized economic fluctuations.

The health of DISCOMs remains a concern, and while direct supplies to DISCOMs represents less than 25% of Transformer Fluid sales, the impact on the value chain of the Transformer Industry remains a concern. With the impact of COVID-19 pandemic being unknown, selection of able end users via due diligence process is increasingly part of your Company's strategy, which could have an impact on growth forecasts.

What however remains undeniable is that the power segment remains key to India's growth and given the burgeoning demographics, the growth will be driven by the successful implementation of the set power installation targets and upgradation of existing units.

White Mineral Oils

White Mineral Oils are processed to be amongst the most chemically inert substances and find a diverse application in cosmetic and pharmaceutical industry along with processing of plastics, elastomers and compounding of rubbers amongst many others.

Opportunities, Threats and future Roadmap

Increasing application scope in the numerous industries including personal care, pharmaceutical and textile industry is expected to fuel the white oil market growth. White oil has become an essential ingredient in varied applications including cosmetics and personal care. Surging demand for sunscreens, body lotion, cleansers, emollient and makeup products with long durability moisturizing benefits will boost the white oil demand. Also, infant skin care products including lotions and emollients will propel the white oil market outlook.

With the personal care segment making up a significant part of the White Mineral Oil/Liquid Paraffin customer base, a projected increase in user penetration from 11.1% in 2020 to 22.4% in 2024 is likely to yield significant growth with the industry likely to hit USD \$6 billion in 2024 from \$4 billion in 2020 (source: Statista) for the domestic Indian market.

With the boom in E-Commerce sales and increased consumption and user penetration for packaged foods and packaged deliveries, it is likely to have a direct impact on end use segments like General Purpose and High Impact Polystyrene which form another significant end use segment for your Company's

White Oil Products. Outside India, the focus remains to leverage on our knowledge and customer base as the market leader in India, to service multinationals and OEMs overseas via a network of agent and distribution arrangements.

Threats challenging the product category remain scarce. Increasing trends to use vegetable and plant based ingredients for cosmetic products are on the rise. However these top of the pyramid products form a very small percentage of the overall target market, and the robustness, competitiveness and consistency of White Oils remain a challenge which plant based products may find hard to match.

Automotive and Industrial Lubricants

Auto and Industrial Lubricants are essential for the effective functioning of all equipments and engines. Besides the conventional application relating to preventing friction and protecting engine components, technological and R&D advances are allowing for mineral and synthetic lubricants to play a significant role in improving fuel efficiency and exhaust emissions.

Opportunities, Threats and future Roadmap

India is expected to emerge as the world's third-largest passenger-vehicle market by 2021. It took India around seven years to increase annual production to four million vehicles from three million. However, the next milestone—five million—is expected in less than five years. Hitting that mark will depend on today's rapid economic development continuing, with a projected annual GDP growth rate of 7 percent through 2020, ongoing urbanization, a burgeoning consuming class, and supportive regulations and policies. Currently, the automotive sector contributes more than 7 percent to India's GDP. The Automotive Mission Plan 2016–2026 sets an aspiration to increase this contribution to 12 percent.

A number of economic trends could help in meeting this target. Rapid urbanization means the country will have over 500 million people living in cities by 2030—1.5 times the current US population. Rising incomes will also play a role, as roughly 60 million households could enter the consuming class by 2025. At the same time, more people will join the workforce. Participation could reach 67 percent in 2020, as more women and youth enter the job market, raising the demand for mobility.

Some of them would leap straight into four-wheeler segment, and others will graduate from two to four-

wheelers. Mini cars and hatchback cars have been the mainstay for the automobile industry in India. These segments will continue to maintain a dominant position, but the majority of growth is expected to come from new segments such as compact SUVs, sedans and luxury vehicles. All this augurs well for the lubricating oil segment.

Growing cost of ownership of vehicles is a concern that impacted the performance of your Company's OEM sales in 2019-2020 and remains a concern going forward. The launch of Bharat Stage VI, mandatory insurance price increase, increase in restriction on lending and liquidity crunch from NBFCs all increased cost of ownership of vehicles and such policies remain a threat to growth rate of the sector. Being particularly strong in the Farm, Two Wheeler and Off Highway Construction Segment, the impact of monsoon and its timing also remain a key concern. The launch of electric vehicles in India is a threat as well as an opportunity, however its growth may be seen largely in 3 and 4 wheelers initially. Your Company is evaluating opportunities that this may throw up as well.

Your Company continues to remain focused on adding OEM accounts across segments and deepening relationships with existing OEMs. Being amongst the largest Base Oil importers in India, puts your Company in an advantageous position competing for servicing OEMs as they diversify supplier base. SAVSOL, your Company's own branded lubricating oil continues its positive growth trajectory and has significant head room for further market penetration.

II. Wind Power

Power is one of the most important building blocks in human development and acts as a key factor in determining the economic development of the country. India is facing severe energy-related problems, including the deficiency of fossil fuel resources, greenhouse gas emissions and an increase in power demand and supply gap due to overpopulation and growing industrial needs. Renewable energy sources play a critical role in addressing growing energy security and climate challenges in a sustainable manner. Presently, India's energy basket is dominated by coal. Government is working towards increasing the share of renewables in its energy basket. India in its goal to arrest climate change, targets installation of 175 GW of renewable energy capacity by 2022 (100 GW of solar and 60 GW of wind capacity amongst others). Industries need to

step up their efforts to address the climate change issues, commit to decreasing their carbon footprint and rely more on renewable energy sources.

Wind energy contributes 60 GW to India's target of achieving 175 GW of renewable energy by 2022. However, in the last few years, the sector has witnessed an immense slowdown. The annual capacity addition of wind energy is less than 2 GW for the last few years. Frequent policy changes, infrastructural unpreparedness have crippled the growth of the sector, thereby jeopardising the possibility of achieving national targets in time. During the year, India added 2.07 GW of wind power capacity against 1.58 GW capacity addition during previous year. As of 31st March, 2020, the total installed wind power capacity is 37.69 GW.

Opportunities, Threats and future Roadmap

Wind power offers significant potential to contribute towards the growth and development of India's power sector without impacting the fuel reserves or greenhouse gas emissions. In the global energy transition, India is one of the keystone countries for clean energy growth, coal phase out and mobilization of investment to power a low-carbon economy.

India's wind power segment has transitioned from a high wind regime to a low and medium wind regime. As per National Institute of Wind Energy (NIWE), India has a high wind energy potential which is commercially realizable — 302 GW at 100 metres hub height and 695 GW at 120 metres. There have been technological advancements in rotor blades with continuous development of aerodynamically advanced and robust designs. Wind Turbine manufacturers are rolling out MW series turbines with greater hub heights in order to tap the low wind sites to generate maximum output. Presently, the high wind sites are captured by lower capacity turbines. Immense opportunity lies in repowering of these old wind turbines at high wind sites. These can be repowered with technological advancements to maximize the potential of site for higher energy yield. The industry is also looking at setting up solar-wind-hybrids for harnessing maximum output as compared to standalone source of energy.

In spite of the tremendous potential of wind energy, the sector has been reeling under tremendous pressure and struggling to grow due to policy paralysis. Transition from feed-in tariff (FiT) to reverse bidding, with tariff cap regime resulting in very low tariff and making projects unviable is one of the major

jolts to the sector. Although the sudden shift from FiT to reverse auction bidding was a major challenge to wind sector, other persisting issues are equally detrimental. Land and evacuation infrastructure availability, Transmission infrastructure availability, DISCOMs' financial health, scarcity of high WPD sites, regulatory constraints in open access segment, issues pertaining to scheduling and forecasting the infirm power etc have resulted in challenges that are impeding the growth of the sector. The struggle for developers intensifies as DISCOMs blatantly disregard power purchase agreements putting at risk the fate of installed projects and hampering investment of new ones.

It is Country's desire to move towards a better future with cleaner power in order to bridge the growing gap between power demand and supply. Wind power being a mature technology hedges against future fuel price increases and helps to reduce nation's dependence on conventional power. Wind power will remain a key renewable energy option in the coming decade and play a prominent role in transforming India's Energy landscape by 2050. With greater efforts, collaboration and engagement with Government, India can once again take a position at the forefront of the global wind market in the coming years. India has competency in on-shore wind turbine manufacturing, but the sector has been strangulated. The laggard wind sector can get a boost if the government makes efforts to re-power old plants, encourage hybrid parks and make investments in offshore wind farms. India has the potential to add 10 GW by re-powering wind farms that currently occupy high wind sites but employ low capacity turbines. If India utilises all its wind sources, it has the potential to install 695 GW, the capacity envisaged by NIWE. In order to facilitate large scale renewable generation capacity, Government of India is implementing Green Energy Corridors (GEC) project. The GEC comprises the Intra-State Transmission System (InSTS) and the Inter-State Transmission System (ISTS). The Ujwal Discom Assurance Yojna (UDAY) has been implemented for financial turnaround and revival package for state electricity distribution companies (DISCOMs). India is blessed with a coastline of about 7600 km surrounded by water on three sides and has good prospects of harnessing offshore wind energy. Offshore wind power can play a significant role in generating clean and sustainable energy towards Country's energy security.

Union Budget 2020-2021 announced closure of carbon-intensive coal power plants and utilize the land for alternative source of energy. This is a major decision for green sector. Finally, Growth of wind sector hinges closely on how policies are framed and how effectively risks are mitigated. With some policy support and attention towards key challenges, the sector can be revitalized.

C. SEGMENT WISE PERFORMANCE

I. Petroleum Products:

During the year under review, your Company achieved sales volume at 3,39,279 KLS/MTs as against 3,46,256 KLS/MTs achieved during 2018-2019. Your Company's sales turnover during the year 2019-2020 was at ₹ 2,02,911 lac against ₹ 2,24,583 lac in the year 2018-2019. In line with the lower sales turnover, your Company's net profit was lower at ₹ 9,564 lac as against ₹ 11,427 lac during the previous year.

Your Company's growth got impacted to an extent because of substantial slowdown in the automotive Sector and deterioration in the financial health of State Utility DISCOMs during the year under review. Even amidst these challenges, your Company could have very well surpassed the sales achievements of the year before, but for the outbreak of COVID-19 pandemic at the end of the financial year that adversely affected the performance of your Company in terms of sales and also profits during the year under review. Since 21st March, 2020, due to nationwide lockdown declared by the Government, the dispatches of your Company had almost come to a standstill. With the recent unlocking happening, your Company has been getting back operations to the best possible levels in line with the various guidelines and SOPs prescribed from time to time by both – Central and State Governments, following prescribed measures in terms of health and safety of the workforce and general work areas.

II. Wind Power:

The total installed capacity in Wind Power Division of your Company stands at 54.15 MW.

During the year 2019-2020, your Company's Wind Power Plants situated in the states of Maharashtra, Karnataka and Tamil Nadu generated 87.70 MU against 89.11 MU generated in the previous year.

D. KEY FINANCIAL RATIOS

Particulars	Change	Remarks
Inventory Turnover Ratio	-13.32%	Higher inventory as compared to the previous year.
Interest Coverage Ratio	+16.30%	Interest expense was reduced during the year.
Debt Equity Ratio	-65.16%	Debt was substantially reduced during the year.
Operating Profit Margin	-15.85%	1. Reduction in volume and sales turnover during the year.
Net Profit Margin	-7.23%	2. Increase in exchange loss on foreign currency transactions during the year.
Return on Net Worth change	-22.45%	3. Increase in employee benefit expense during the year.

E. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

To bring about effective operational efficiencies and cost savings, robust Internal Control Systems are a must in any organisation. Your Company considering its size, scale and complexity of its operations has designed adequate internal control systems. The Audit Committee supervises the scope and authority of the Internal Audit function in your Company as a continuing exercise. As is mandatorily required, your Company also hires services of external agency for periodically carrying out internal audit in areas identified by the Audit Committee from time to time. Such internal audit reports are considered at each of the Audit Committee Meetings where significant audit observations are discussed in detail and action plans narrating corrective actions are then suggested to be taken thereon by the concerned departments. The actions taken are reviewed by the Audit Committee at their subsequent meetings.

F. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS

During the year under review, your Company continued to enjoy harmonious and peaceful industrial relations in its working. However, the ongoing COVID-19 pandemic has disrupted the functioning of your Company like the way it has affected any other organisation at the market place. Your Company has been trying to get back to normal scale of operations as soon as possible in these trying times, implementing all possible safety and hygiene measures. Your Company shall continue its efforts in bringing continuous improvements in the employee performance management system introduced some years back. Your Company also shall enforce continuous efforts to train and develop employees for all round growth of employees, in turn benefitting your Company.

For and on behalf of the Board

Mumbai
 18th August, 2020

Gautam N. Mehra
 Chairman & Managing Director
 (DIN: 00296615)

Financial Statements

Auditors' Report

To the Members of Savita Oil Technologies Limited Report on the Standalone Financial Statements

OPINION

We have audited the accompanying standalone financial statements of **SAVITA OIL TECHNOLOGIES LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

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

BASIS FOR OPINION

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

KEY AUDIT MATTERS

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

Sr. No.	Key Audit Matter	Auditor's Response
1	<p>Inventory valuation and consumption of raw and packing materials: Accuracy of recording of inventory & related consumption at appropriate values.</p>	<p>We have performed the following procedures in relation to the accuracy of recorded consumption and inventory: Understood, evaluated and tested the key controls over the recording of inventory and booking of consumption. We selected a sample of transactions and:</p> <ul style="list-style-type: none"> • Checked the goods receipt notes and material issue slips on a sample basis to ensure correct recording of materials receipts & consumption. • Tested and verified, the weighted average rate of inputs, at which consumption was recorded. • Tested and verified the overhead absorption rate calculation used for inventory valuation.

Sr. No.	Key Audit Matter	Auditor's Response
		<ul style="list-style-type: none"> • Reviewed the process of physical verification of inventories carried out by the management at various locations by participating in the said process. • Verified the reports of physical verification of inventory carried out by the management and corrective actions taken to rectify the identified discrepancies (if any). • Due to the Covid-19 related lockdown we were not able to participate in the physical verification of inventory that was carried out by the management subsequent to the year-end. Consequently, we have performed alternate procedures to audit the existence of inventory as per the guidance provided in SA 501 Audit Evidence – 'Specific Considerations for Selected Items' and have obtained sufficient appropriate audit evidence.
2	<p>Evaluation of uncertain tax positions:</p> <p>The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p>	<p>We have performed the following procedures:</p> <p>Obtained understanding of key uncertain tax positions;</p> <p>Obtained details of completed tax assessments and demands upto the year ended 31st March, 2020 from the management;</p> <p>We have;</p> <ol style="list-style-type: none"> i. Discussed with management and evaluated the management's underlying key assumptions in estimating the tax provision; ii. Assessed management's estimate of the possible outcome of the disputed cases; and iii. Considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions. <p>Additionally, considered the effect of new information in respect of uncertain tax positions as at 1st April, 2019 to evaluate whether any change was required to management's position on these uncertainties.</p>
3	<p>Assessment of contingent liabilities and provisions related to Taxation, Litigations and claims:</p> <p>The assessment of the existence of the present legal or constructive obligation, analysis of the probability of the related payment and analysis of a reliable estimate, requires management's judgement to ensure appropriate accounting or disclosures.</p> <p>Due to the level of judgement relating to recognition, valuation and presentation of provisions and contingent liabilities, this is considered to be a key audit matter.</p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"> • As part of our audit procedures we have assessed Management's processes to identify new possible obligations and changes in existing obligations for compliance with company policy and Ind AS 37 requirements. • We have analysed significant changes from prior periods and obtain a detailed understanding of these items and assumptions applied. • We have obtained relevant status details and Management representations on the major outstanding litigations.

Sr. No.	Key Audit Matter	Auditor's Response
		<ul style="list-style-type: none"> As part of our audit procedures we have reviewed minutes of board meetings (including the Audit Committee). We have held regular discussions with Management and internal legal department. We challenged the assumptions and critical judgements made by management which impacted their estimate of the provisions required, considering judgements previously made by the authorities in the relevant jurisdictions or any relevant opinions given by the Company's advisors and assessing whether there was an indication of management bias. We discussed the status in respect of significant provisions with the Company's internal tax and legal team. We performed retrospective review of management judgements relating to accounting estimate included in the financial statement of prior year and compared with the outcome.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

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

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

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

When we read other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable in the applicable laws and regulations.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE 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 standalone 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 Ind AS and other accounting principles generally accepted in India. 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management

either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the

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

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

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

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- I. 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 paragraphs 3 and 4 of the Order to the extent applicable.
- II. As required by Section 143 (3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Standalone Ind AS Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015.
 - 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" to this report.
- 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 has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note No. 27 to the Standalone Financial Statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- III. With respect to the other matter to be included in the Auditors Report in accordance with the requirement of sec 197 (16) of the Act, as amended, in our opinion, according to information, explanations given to us, the remuneration paid by the Company to its directors is within the limits prescribed under Section 197 of the Act and the rules thereunder.

For G. D. Apte & Co.

Chartered Accountants

Firm registration number: 100515W

Chetan R. Sapre

Partner

Place : Mumbai

Date : 10th July, 2020

Membership No: 116952

UDIN: 20116952AAAAGG5285

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT ON STANDALONE FINANCIAL STATEMENTS OF SAVITA OIL TECHNOLOGIES LIMITED

(Referred to in paragraph I under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Savita Oil Technologies Limited on the Standalone 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 property, plant and equipment.
- b) As informed to us, the fixed assets having substantive value have been physically verified by the management during the period according to a phased programme. In our opinion, such programme is reasonable having regard to the size of the Company and the nature of its assets. We have been further informed that no material discrepancies were noticed on such verification by the management between the book records and physical verification.
- c) According to the information and explanations given to us and based on the records produced, the title deeds of the immovable properties held by the Company are in the name of the Company.
- ii. The inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. The discrepancies noticed on verification between the physical stocks and the book records were not material, having regard to the size of the operations of the Company and the same have been properly dealt with.
- iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of sub clauses (a), (b), (c) of clause (iii) of the order are not applicable to the Company.
- iv. The Company has not granted any loans, or made any investment, or provided any guarantee or security in respect of which provisions of section 185 of the Act are applicable. Accordingly, the provisions of clause (iv) of the order are not applicable to the Company.
- v. In our opinion and according to the information and explanations given to us, the Company has complied with the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under, to the extent applicable. We are informed by the Management that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal in this regard.
- vi. We have broadly reviewed accounts and records maintained by the Company pursuant to rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Act, in respect of Company's products to which the said rules are made applicable and are of the opinion that, prima facie the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of records with a view to determine whether they are accurate.
- vii. a) According to the information and explanations given to us and according to the records of the Company examined by us, in our opinion, the Company is generally regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Goods and Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and any other statutory dues, wherever applicable. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues were outstanding as at 31st March, 2020 for a period of more than 6 months from the date they became payable.
- b) According to the information and explanations given to us, there were no dues in respect of Income Tax, Duty of Excise, Duty of Customs, Sales Tax, Service Tax, Goods and Service Tax and Value Added Tax which have not been deposited on account of any dispute except the following:

₹ in lacs

Name of the Statute	Nature of Dues	Forum where the case is pending	Period to which the Amount relates (Financial Year)	Gross Amount Involved	Amount Paid in Protest	Amount Unpaid
Central Excise Act, 1944	Excise Duty	Superintendent, Assistant / Deputy / Joint/ Additional Commissioner and Commissioner of Central Excise Department	2002-2016	28.76	-	28.76
		Commissioner of Central Excise (Appeals)	2006-2018	64.48	5.37	59.11
		Customs, Excise and Service Tax Appellate Tribunal	1999-2002 2004-2017	2,020.18	81.36	1,938.82
Total (A)				2,113.42	86.73	2,026.69
Finance Act, 1994	Service Tax	Joint Commissioner, Service Tax	2006-2011	20.16	-	20.16
Total (B)				20.16	-	20.16
Central Sales Tax Act & Sales Tax Act of various Acts	Central Sales Tax	Commercial Tax Officer (Assessing Authority)	2005-2006 2008-2009	7.44	-	7.44
		Assistant/ Additional Deputy Commissioner of Commercial Taxes	2000-2001 2003-2004	0.21	-	0.21
		Deputy/ Joint/ Additional Commissioner (Appeal)	2002-2009 2010-2016	3,001.21	43.99	2,957.22
		Sales Tax Tribunal	1998-1999	0.75	0.25	0.50
Total (C)				3,009.61	44.24	2,965.37
Tamil Nadu Panchayat Act, 1994	House Tax	Thadichery Panchayat, Theni	2012-13	33.49	-	33.49
Total (D)				33.49	-	33.49
Grand Total (A + B + C + D)				5,176.68	130.97	5,045.71

viii. We have been informed that the Company has not defaulted in repayment of loans or borrowings to financial institutions banks and Government. The Company has not raised any funds through debentures.

ix. According to the information and explanations given to us and on the basis of examination of records, the Company has neither obtained new term loans nor raised any money by way of initial public offer or further public offer of shares and / or debt instruments

during the year. Therefore, the provisions of clause (ix) of the Order are not applicable to the Company.

x. Based on our audit procedures performed for the purpose of reporting the true and fair view of the Standalone Financial Statements and on the basis of information and explanations given by the management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

- xi. The managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and accordingly the provisions of clause (xii) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of records of the Company, the transactions entered with related parties are in compliance with provisions of section 177 and 188 of the Act, where applicable and the details of such transactions are disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of records of the Company, the Company during the year has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Accordingly, the provisions of clause (xiv) of the Order are not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us and based on our examination of records of the Company, the Company during the year has not entered into any non cash transactions with directors or persons connected with the directors covered under the provisions of sec 192 of the Act and accordingly the provisions of clause (xv) of the Order are not applicable to the Company.
- xvi. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For G. D. Apte & Co.
Chartered Accountants

Firm registration number: 100515W

Chetan R. Sapre

Partner

Place : Mumbai

Date : 10th July, 2020

Membership No: 116952

UDIN: 20116952AAAAGG5285

ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT ON STANDALONE FINANCIAL STATEMENTS OF SAVITA OIL TECHNOLOGIES LIMITED

(Referred to in paragraph II (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date to the members of Savita Oil Technologies Limited on the Standalone Financial Statements for the year ended 31st March, 2020)

REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING 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 Savita Oil Technologies Limited (“the Company”) as of 31st March, 2020 in conjunction with our audit of the Standalone Ind AS Financial Statements of the Company for the year ended on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (“the Guidance Note”) issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS’ RESPONSIBILITY

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing issued by the ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone 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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the Standalone 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, to the best of our information and according to the explanations given to us, 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 of 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 issued by the ICAI.

For G. D. Apte & Co.
Chartered Accountants

Firm registration number: 100515W

Chetan R. Sapre
Partner

Place : Mumbai

Date : 10th July, 2020

Membership No: 116952

UDIN: 20116952AAAAGG5285

Balance Sheet

as at 31st March, 2020

	Notes	As at 31.3.2020	₹ in lacs As at 31.3.2019
A. ASSETS			
1. Non-current Assets			
a. Property, Plant and Equipments	3	17,876.57	19,168.32
b. Capital Work-in-Progress	3	785.95	254.68
c. Investment Property	4	924.07	973.47
d. Other Intangible Assets	5	94.29	92.27
e. Financial Assets	6		
(i) Investments	6.1	969.69	523.45
(ii) Loans	6.3	20.96	19.37
(iii) Others	6.4	15.53	33.79
f. Other Non-current Assets	8	594.40	642.83
2. Current Assets			
a. Inventories	7	44,876.14	43,721.70
b. Financial Assets	6		
(i) Investments	6.1	16,722.46	6,345.14
(ii) Trade Receivables	6.2	51,271.48	57,906.08
(iii) Cash and cash equivalents	6.5	2,458.86	6,591.53
(iv) Bank balances other than (iii) above	6.6	267.46	195.28
(v) Loans	6.3	38.65	31.87
(vi) Others	6.4	442.93	419.69
c. Current Tax Assets (Net)	15	1,390.97	1,058.86
d. Other Current Assets	8	4,379.87	5,162.85
e. Assets classified as held for sale		-	-
	Total Assets	1,43,130.28	1,43,141.18
B. EQUITY AND LIABILITIES			
Equity			
a. Equity Share Capital	9	1,407.11	1,432.21
b. Other Equity	10	85,451.37	83,728.27
		86,858.48	85,160.48
Liabilities			
1. Non-current Liabilities			
a. Financial Liabilities	11		
(i) Borrowings	11.1	40.70	114.54
(ii) Other financial liabilities (other than those specified in (b) below)	11.4	31.81	28.82
b. Provisions	12	464.43	491.68
c. Deferred Tax Liabilities (Net)	13	378.64	900.11
d. Other Non-current Liabilities	14	10.36	23.42
2. Current Liabilities			
a. Financial Liabilities	11		
(i) Borrowings	11.2	-	137.98
(ii) Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	11.3	-	25.56
Total outstanding dues of creditors other than micro enterprises and small enterprises	11.3	50,379.22	50,759.34
(iii) Other Financial Liabilities (other than those specified in (c) below)	11.4	1,170.04	1,543.16
b. Other Current Liabilities	14	3,333.52	3,091.23
c. Provisions	12	346.91	403.93
d. Current Tax Liabilities (Net)	15	116.17	460.93
	Total Equity and Liabilities	1,43,130.28	1,43,141.18
Significant Accounting Policies	2		

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

As per our report of the even date

For **G. D. Apte & Co.**

Chartered Accountants

Firm's Registration No.: 100515W

Chetan R. Sapre

Partner

Membership No. 116952

Mumbai

10th July, 2020

U. C. Rege

Company Secretary

and Executive VP - Legal

S. M. Dixit (DIN : 02359138)

Chief Financial Officer and

Whole-time Director

For and on behalf of the Board

G. N. Mehra (DIN : 00296615) Chairman and

Managing Director

M. C. Dalal (DIN : 00087178) Non-executive Director

Statement of Profit and Loss

for the year ended 31st March, 2020

₹ in lacs

	Notes	Year ended 31.3.2020	Year ended 31.3.2019
INCOME			
Revenue from Operations	16	2,04,617.28	2,26,251.87
Other Income	17	1,161.14	1,839.86
Total Income		2,05,778.42	2,28,091.73
EXPENDITURE			
Cost of Materials Consumed	18	1,52,676.91	1,75,268.78
Purchase of Stock-in-trade	19	3,442.76	1,284.07
Changes in inventories of finished goods, work-in-progress and stock-in-trade	20	1,444.37	(1,701.08)
Employee Benefits Expense	21	5,658.79	5,210.85
Finance Costs	22	1,998.83	2,895.04
Depreciation and Amortisation Expense	23	2,222.49	2,353.23
Other Expenses	24	25,859.46	26,509.77
Total Expenditure		1,93,303.61	2,11,820.66
Profit for the year before tax		12,474.81	16,271.07
Tax Expenses			
Current Tax	34	3,432.04	5,035.36
Deferred Tax	34	(521.47)	(73.68)
Provision for taxation no longer required	34	-	(117.62)
Total Tax Expenses		2,910.57	4,844.06
Profit for the year from continuing operations		9,564.24	11,427.01
Other Comprehensive Income			
Items that will not be reclassified to profit or loss:			
i) Re-measurement gains / (losses) on defined benefit plans	34	(27.97)	(101.17)
ii) Income tax related to such items	34	7.04	35.36
Total Comprehensive Income for the year		9,543.31	11,361.20
Basic and Diluted earnings per share in ₹ (face value of ₹ 10 each)		67.55	79.79
Significant Accounting Policies	2		
The accompanying notes are an integral part of the financial statements.			

As per our report of the even date
For **G. D. Apte & Co.**
Chartered Accountants
Firm's Registration No.: 100515W

Chetan R. Sapre
Partner
Membership No. 116952
Mumbai
10th July, 2020

U. C. Rege
Company Secretary
and Executive VP - Legal

S. M. Dixit (DIN : 02359138)
Chief Financial Officer and
Whole-time Director

For and on behalf of the Board
G. N. Mehra (DIN : 00296615) Chairman and
Managing Director
M. C. Dalal (DIN : 00087178) Non-executive Director

Statement of Changes in Equity

for the year ended 31st March, 2020

Equity Share Capital	₹ in lacs
Balance as at 1st April, 2018	1,432.21
Changes in equity share capital during the year	-
Balance as at 31 st March, 2019	1,432.21
Changes in equity share capital during the year (Refer note 9(d))	(25.10)
Balance as at 31st March, 2020	1,407.11

Particulars	Reserves and Surplus					Total Amount
	Capital Reserve - Forfeited Shares	Capital Reserve - Others	Capital Redemption Reserve	General Reserve	Retained Earnings	
Balance at 1st April, 2018	0.35	118.87	28.00	13,214.60	59,436.90	72,798.72
Profit for the year	-	-	-	-	11,427.01	11,427.01
Other comprehensive income	-	-	-	-	(65.81)	(65.81)
Total comprehensive income for the year	0.35	118.87	28.00	13,214.60	70,798.10	84,159.92
Dividend for 2017-18	-	-	-	-	(358.05)	(358.05)
Tax on Dividend 2017-18	-	-	-	-	(73.60)	(73.60)
Transfer from retained earnings / Transfer to General Reserve	-	-	-	1,150.00	(1,150.00)	-
Balance at 31st March, 2019	0.35	118.87	28.00	14,364.60	69,216.45	83,728.27
Profit for the year	-	-	-	-	9,564.24	9,564.24
Other comprehensive income	-	-	-	-	(20.93)	(20.93)
Utilisation for Buy-back of equity shares (Refer note 9(d))	-	-	-	(4,003.45)	-	(4,003.45)
Transfer from General Reserve / Transfer to Capital Redemption Reserve (Refer note 9(d))	-	-	25.10	(25.10)	-	-
Total comprehensive income for the year	0.35	118.87	53.10	10,336.05	78,759.76	89,268.13
Dividend for 2018-19	-	-	-	-	(351.77)	(351.77)
Tax on Dividend 2018-19	-	-	-	-	(72.30)	(72.30)
Interim Dividend for 2019-20	-	-	-	-	(2,814.22)	(2,814.22)
Tax on Interim Dividend 2019-20	-	-	-	-	(578.47)	(578.47)
Transfer from retained earnings / Transfer to General Reserve	-	-	-	1,000.00	(1,000.00)	-
Balance at 31st March, 2020	0.35	118.87	53.10	11,336.05	73,943.00	85,451.37

Capital Reserve - Others	This reserve represents compensation received for breach of contract during the year 1994-95.
Capital Redemption Reserve	This reserve is created u/s 69 of the Companies Act, 2013 by transferring an amount equal to the nominal value of shares bought back by the Company. The same is permitted to be used for issuing fully paid bonus shares.
General Reserve	General reserve forms part of the retained earnings and is permitted to be distributed to shareholders as dividend.
Retained Earnings	This represents profits remaining after all appropriations. This is free reserve and can be used for distribution as dividend.

As per our report of the even date

For **G. D. Apte & Co.**

Chartered Accountants

Firm's Registration No.: 100515W

Chetan R. Sapre

Partner

Membership No. 116952

Mumbai

10th July, 2020

U. C. Rege

Company Secretary

and Executive VP - Legal

S. M. Dixit (DIN : 02359138)

Chief Financial Officer and

Whole-time Director

For and on behalf of the Board

G. N. Mehra (DIN : 00296615) *Chairman and
Managing Director*

M. C. Dalal (DIN : 00087178) *Non-executive Director*

Cash Flow Statement

for the year ended 31st March, 2020

	₹ in lacs	
	2019-2020	2018-2019
A. Cash Flow from Operating Activities :		
Profit before tax from continuing operations	12,474.81	16,271.07
Adjustments for -		
Depreciation on property, plant and equipments and investment property	2,195.16	2,329.32
Amortisation of intangible assets	27.33	23.91
Finance costs	1,998.83	2,895.04
(Profit) / loss on sale of property, plant and equipments (net)	(3.87)	(499.84)
(Profit) / loss on sale of non-current investments (net)	(24.68)	-
(Profit) / loss on sale of current investments (net)	(346.74)	(312.76)
(Gain) / Diminution in the value of non-current investments	131.75	(17.83)
(Gain) / Diminution in the value of current investments	(127.30)	(116.31)
Interest income	(210.09)	(177.82)
Dividend income	(3.53)	(6.94)
Lease rental	-	7.32
Bad debts, provision for doubtful debts and advances	358.55	270.85
Unrealised exchange loss / (gain) (net)	1,121.57	(611.89)
Operating profit before working capital changes	17,591.79	20,054.12
Changes in working capital:		
Increase / (Decrease) in trade payables	(1,731.46)	5,516.03
Increase / (Decrease) in long-term provisions	(27.25)	(1.15)
Increase / (Decrease) in short-term provisions	(84.99)	34.28
Increase / (Decrease) in other long-term liabilities	(59.75)	(64.01)
Increase / (Decrease) in other current liabilities	22.07	(728.55)
(Increase) / Decrease in trade receivables	6,476.80	(4,403.98)
(Increase) / Decrease in inventories	(1,154.44)	(2,216.47)
(Increase) / Decrease in long-term loans	(154.41)	(15.79)
(Increase) / Decrease in short-term loans	745.06	(161.38)
(Increase) / Decrease in other current assets	(2.29)	(12.58)
Cash generated from operations	21,621.13	18,000.52
Interest received	182.86	164.03
Income tax paid	(4,101.87)	(5,317.15)
Net cash from Operating Activities	17,702.12	12,847.40

Cash Flow Statement

for the year ended 31st March, 2020

₹ in lacs

	2019-2020	2018-2019
B. Cash Flow from Investing Activities:		
Additions to property, plant and equipments, investment property and CWIP	(1,166.45)	(1,636.72)
Additions to intangible assets	(29.35)	(48.57)
Sale of property, plant and equipments	12.93	587.30
Purchase of non-current investments	(977.99)	-
Purchase of current investments	(87,279.98)	(90,329.79)
Sale of Non-current investments	424.68	-
Sale of current investments	77,376.70	86,279.15
Interest received	28.23	10.96
Dividend received	4.33	6.15
Net cash used in Investing Activities	(11,606.90)	(5,131.52)
C. Cash Flow from Financing Activities:		
Proceeds from short-term borrowings	-	131.62
Repayment of long-term borrowings	(113.86)	(318.58)
Repayment of short-term borrowings	(137.98)	-
Shares bought back	(4,028.55)	-
(Increase) / Decrease in earmarked bank balances (net)	(72.18)	7.10
Interest paid	(2,101.42)	(2,810.97)
Dividend paid	(3,143.35)	(371.00)
Dividend tax paid	(650.77)	(73.60)
Net cash used in Financing Activities	(10,248.11)	(3,435.43)
Net Increase / (Decrease) in Cash and Cash Equivalents	(4,152.89)	4,280.45
Cash and Cash Equivalents - Beginning of the year	6,591.53	2,326.34
Unrealised exchange fluctuation	20.22	(15.26)
Cash and Cash Equivalents - End of the year (Refer Note 6.5)	2,458.86	6,591.53
Net Cash and Cash Equivalents	4,152.89	(4,280.45)

Notes:

- Cash flow statement has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Companies Act, 2013.
- Previous year's figures have been regrouped / rearranged wherever necessary to make them comparable with those of current year.

As per our report of the even date

For **G. D. Apte & Co.**

Chartered Accountants

Firm's Registration No.: 100515W

Chetan R. Sapre

Partner

Membership No. 116952

Mumbai

10th July, 2020**U. C. Rege**

Company Secretary

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S. M. Dixit (DIN : 02359138)

Chief Financial Officer and

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For and on behalf of the Board

G. N. Mehra (DIN : 00296615) Chairman and

Managing Director

M. C. Dalal (DIN : 00087178) Non-executive Director

Notes to Financial Statements

for the year ended 31st March, 2020

1. CORPORATE INFORMATION

Savita Oil Technologies Limited (“the Company”) is a Public Limited Company incorporated under the Companies Act, 1956 and domiciled in India. Its equity shares are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).

The Company is principally engaged in two segments, namely, manufacturing of petroleum speciality products and generation of electricity through windmills / wind power plants.

Authorization of financial statements

The standalone financial statements were authorized for issue in accordance with a resolution of the Board of Directors passed on 10th July, 2020.

2. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation and presentation of these standalone financial statements.

A. Basis of preparation of financial statements

i. Compliance with Ind AS

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

ii. Classification of assets and liabilities

All assets and liabilities have been classified as current or non-current based on the Company’s normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Deferred tax assets and liabilities are classified as non-current on net basis.

For the above purposes, the Company has determined the operating cycle as twelve months based on the nature of products and the time between the acquisition of inputs for manufacturing and their realisation in cash and cash equivalents.

iii. Historical cost convention

The financial statements have been prepared on going concern basis under the historical cost convention except:

(a) certain financial instruments (including derivative instruments) and

(b) defined benefit plans

which are measured at fair value at the end of each reporting period, as explained in the accounting policies below.

iv. Functional and presentation currency

The Company’s functional and presentation currency is Indian Rupee (INR). All amounts disclosed in the financial statements and notes have been rounded off to the nearest lacs (₹ lacs), except otherwise indicated.

v. Fair value measurement

The Company measures certain financial assets and financial liabilities including derivatives and defined benefit plans at fair value.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either

a. in the principal market for the asset or liability or

b. in the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the

Notes to Financial Statements

for the year ended 31st March, 2020

lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

B. Property, plant and equipments

(i) Freehold land is carried at historical cost and all other property, plant and equipment are shown at cost (net of adjustable taxes) less accumulated depreciation and, accumulated impairment losses. The cost of an asset comprises of its purchase price, non refundable/ adjustable purchase taxes and any costs directly attributable to bringing the asset into the location and condition necessary for it to be capable of operating in the manner intended by the management, the initial estimate of any decommissioning obligation, if any, and, for assets that necessarily take a substantial period of time to get ready for their intended use, finance costs. The purchase price is the aggregate amount paid and the fair value of any other consideration given to acquire the asset. The cost also includes trial run cost and other operating expenses such as freight, installation charges etc. The projects under construction are carried at costs comprising of costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and attributable borrowing costs.

(ii) Stores and spares which meet the definition of property, plant and equipment and satisfy the recognition criteria of Ind AS 16 are capitalized as property, plant and equipment.

(iii) When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

(iv) An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset or significant part) is included in the Statement of Profit and Loss when the asset is derecognised.

(v) In line with the provisions of Schedule II to the Companies Act, 2013, the Company depreciates significant components of the main asset (which have different useful lives as compared to the main asset) based on the individual useful life of those components. Useful life for such components of property, plant and equipment has been assessed based on the historical experience and internal technical inputs.

(vi) Depreciation on property, plant and equipment is provided as per written down value method based on useful life prescribed under Schedule II to the Companies Act, 2013. The Company has assessed the estimated useful lives of its property, plant and equipment and has adopted the useful lives and residual value as prescribed in Schedule II.

Depreciation on stores and spares specific to an item of property, plant and equipment is based on life of the related property, plant and equipment. In other cases, the stores and spares are depreciated over their estimated useful life based on the internal technical inputs.

(vii) The residual values and useful lives of property, plant and equipment are reviewed at each

Notes to Financial Statements

for the year ended 31st March, 2020

financial year end, and changes, if any, are accounted prospectively.

C. Investment property

Investment properties are properties held to earn rentals and / or for capital appreciation (including property under construction for such purpose). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with the requirements of Ind AS 16 for cost model.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property is included in the Statement of Profit and Loss in the period in which the property is derecognised.

Depreciation on investment property is provided as per written down value method based on estimated useful life which is considered at 60 years based on internal technical inputs.

D. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in the Statement of Profit and Loss in the period in which the expenditure is incurred.

Licences and application softwares are classified as Intangible Assets collectively termed as Computer Softwares in the financial statements.

Estimated lives of Computer Software is 5 to 7 years.

E. Borrowing costs

Borrowing costs are charged to Statement of Profit and Loss except to the extent attributable to acquisition / construction of an asset that

necessarily takes a substantial period of time to get ready for its intended use or sale.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

F. Impairment of non-financial assets

At each balance sheet date, an assessment is made of whether there is any indication of impairment.

If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash-Generating Unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

G. Non-current assets held for sale

Non-current assets classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell.

Notes to Financial Statements

for the year ended 31st March, 2020

Non-current assets are classified as held for sale if their carrying amounts will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such assets.

Property, plant and equipment and intangible assets are not depreciated or amortized once classified as held for sale.

H. Inventories

Raw and packing materials, fuels, stores and spares are valued at lower of weighted average cost and net realisable value. However, materials and other items held for use in the production of finished goods are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials and stores and spares which do not meet the recognition criteria under property, plant and equipment is determined on a weighted average basis.

Work-in-progress and finished goods are valued at lower of weighted average cost and net realisable value. Cost includes direct materials, labour, other direct cost and manufacturing overheads based on normal operating capacity.

Traded Goods are valued at lower of weighted average cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale.

I. Revenue recognition

The Company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity.

a) Revenue from contracts with customer

Sales are accounted on passing of significant risks, rewards and control of ownership

attached to the goods to customers. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns, applicable discounts and allowances and is inclusive of excise duty wherever applicable.

Revenue from contracts with customers is recognised when the Company satisfies performance obligation by transferring promised goods and services (assets) to the customers. Performance obligations are satisfied when the customer obtains control of the goods.

Revenue is measured based on transaction price which is the fair value of the consideration received or receivable, stated net of discounts, returns and taxes. Transaction price is recognised based on the price specified in the contract. Accumulated experience is used to estimate and provide for the discounts / right of return, using the expected value method.

b) Processing income

Revenue from services is recognized as and when the services are rendered on proportionate completion method.

c) Rental income

Rental income arising from operating leases of investment properties is accounted for on a straight-line basis over the lease unless the payments are structured to increase in line with the expected general inflation to compensate for the lessor's expected inflationary cost increases and is included in other income in the Statement of Profit and Loss.

d) Incentives based on renewable energy generation:

Incentives for renewable energy generation are recognised as income on passing of significant risks, rewards and control of ownership attached with such incentive.

Notes to Financial Statements

for the year ended 31st March, 2020

e) Interest income

Interest income is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

f) Dividend income

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established, the economic benefits associated with the dividend will flow to the Company and the amount of the dividend can be measured reliably.

g) Others

Income in respect of export incentives, insurance / other claims, etc. is recognised when it is reasonably certain that the ultimate collection will be made.

J. Expenditure on research and development

Revenue expenditure on Research and Development is charged to Statement of Profit and Loss under the appropriate heads of expenses. Expenditure relating to property, plant and equipment are capitalised under respective heads.

Development expenditure incurred on an individual project is recognized as an intangible asset when the Company can demonstrate the following :

- a) the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- b) its intention to complete the asset;
- c) its ability to use or sell the asset;

d) how the asset will generate future economic benefits;

e) the availability of adequate resources to complete the development and use or sell the asset and

f) the ability to measure reliably the expenditure attributable to the intangible asset during development.

K. Foreign currency transactions

Foreign currency transactions are translated into the functional currency using exchange rate prevailing on the date of transaction. Monetary assets and liabilities are translated at rate of exchange prevailing at the reporting date. The difference arising on settlement or translation on account of fluctuation in the rate of exchange is dealt within the Statement of Profit and Loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, as finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains / (losses).

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

L. Employee benefits

Short-term obligations

Short-term employee benefits (benefits which are payable within twelve months after the end of the period in which employees render service) are measured at an undiscounted amount in the Statement of Profit and Loss for the year in which the related services are rendered.

Post-employment obligations

The Company operates the following post-employment schemes

- a. defined benefit plan – gratuity, and
- b. defined contribution plan – provident fund.

Notes to Financial Statements

for the year ended 31st March, 2020

Defined benefit plan – Gratuity obligation

Post-employment benefits (benefits which are payable on completion of employment) are measured on a discounted basis by the Projected Unit Credit Method on the basis of actuarial valuation carried out at each reporting data.

The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less fair value of plan assets.

Defined benefit costs are categorized as follows:

- a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- b. net interest expense or income; and
- c. re-measurement.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the Statement of Profit and Loss as past service cost.

The net interest expense or income is included in employee benefit expense in the Statement of Profit and Loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in Other Comprehensive Income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

Defined contribution plan - Provident Fund

Contributions to Provident Fund are made in accordance with the statute and are recognised as an employee benefit expense when employees have rendered service entitling them to the contributions.

Other long-term employee benefit obligations

The eligible employees can accumulate unavailed privilege leave and are entitled to

encash the same either while in employment, on termination or on retirement in accordance with the Company's policy. The present value of such unavailed leave is measured using the Projected Unit Credit Method, with actuarial valuations being carried out at each reporting date. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

M. Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfillment of the arrangement is dependent on the use of a specific asset(s) or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

a) As a lessee

The Company, as a lessee, recognises a right-of-use asset and a corresponding lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset.

The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use

Notes to Financial Statements

for the year ended 31st March, 2020

assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term.

b) As a Lessor

Rental income from operating leases is generally recognised on a straight-line basis over the period of the lease unless the rentals are structured to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases and is included in revenue in the Statement of Profit or Loss due to its operating nature.

N. Government grants

Government grants are recognized when there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

The benefit of a government loan at a below market rate of interest is treated as a government grant, measured as the difference between proceeds received and the initial fair value of loan based on prevailing market interest rates.

Government grants are recognised in Statement of Profit and Loss on a systematic basis over

the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate.

O. Taxation

Income tax expense comprises of current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in the Statement of Profit or Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

(a) Current Tax

Current tax expense is determined as the amount of tax payable in respect of taxable income for the year.

Income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the time of reporting.

(b) Deferred Tax

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Notes to Financial Statements

for the year ended 31st March, 2020

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are off set if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

P. Segment reporting

The Chairman and Managing Director (CMD) of the Company is the Chief Operating Decision Maker (CODM). The CODM monitors the operating results of its business segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

The operating segments have been identified on the basis of nature of products / service.

- a) Segment revenue includes sales and other income directly attributable / allocable to segments including inter-segment revenue.
- b) Expenses directly identifiable with / allocable to segments are considered for determining the segment results. Expenses which relate to the Company as a whole

and not allocable to segments are included under unallocable expenditure.

- c) Income which relates to the Company as a whole and not allocable to segments is included in un-allocable income.
- d) Segment results include margins on inter-segment sales which are reduced in arriving at the profit before tax of the company.
- e) Segment assets and liabilities include those directly identifiable with the respective segments. Un-allocable assets and liabilities represent the assets and liabilities that relate to the Company as a whole and not allocable to any segment.

Q. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events, if any, such as bonus issue, bonus elements in a rights issue to existing shareholders, shares split and reverse shares split (consolidation of shares). For the purpose of calculating diluted earnings per share, the net profit or loss for the year after tax attributable to equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

R. Provisions and Contingent Assets / Liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past events, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made.

Provisions are measured at the present value of management's best estimate of the outflow required to settle the present obligation at the end of the reporting period. If the effect of the

Notes to Financial Statements

for the year ended 31st March, 2020

time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities are disclosed in the case of:

- a. a present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- b. a present obligation arising from the past events, when no reliable estimate is possible;
- c. a possible obligation arising from past events, unless the probability of outflow of resources is remote.

Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefits is probable.

S. Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

I. Financial assets

A. Initial recognition and measurement :

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition of the financial asset [other than Financial Assets at Fair Value Through Profit or Loss (FVTPL)] are added to the fair value of the financial assets. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset. Transaction costs of financial assets carried at FVTPL are expensed in the Statement of Profit and Loss.

B. Subsequent measurement:

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

(i) Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

(ii) Debt instruments included within the Fair Value Through Profit or Loss (FVTPL) category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

(iii) Equity instruments

All equity instruments within the scope of Ind-AS 109 are measured at fair value. Equity instruments which are classified as held for trading are measured at FVTPL. For all other equity instruments, the Company decides to measure the same either at Fair Value Through Other Comprehensive Income (FVTOCI) or FVTPL. The Company makes such selection on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Notes to Financial Statements

for the year ended 31st March, 2020

For equity instruments measured at FVTOCI, all fair value changes on the instrument, excluding dividends, are recognized in Other Comprehensive Income (OCI). There is no recycling of the amounts from OCI to Statement of Profit and Loss on sale of such instruments.

- iv) Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

C. Derecognition:

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

- the rights to receive cash flows from the asset have expired, or
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:

(i) the Company has transferred substantially all the risks and rewards of the asset, or

(ii) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

D. Impairment of financial assets:

In accordance with Ind-AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on trade receivables and other advances. The Company follows 'simplified approach' for recognition of impairment loss on these financial assets. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment

loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

II. Financial liabilities

A. Initial recognition and measurement:

Financial liabilities are classified at initial recognition as :

- (i) financial liabilities at fair value through profit or loss,
- (ii) loans and borrowings, payables, net of directly attributable transaction costs or
- (iii) derivatives designated as hedging instruments in an effective hedge, as appropriate.

The Company's financial liabilities include trade and other payables, loans and borrowings including derivative financial instruments.

B. Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

(i) Borrowings:

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs.

Borrowings are removed from the Balance Sheet when the obligation specified in

Notes to Financial Statements

for the year ended 31st March, 2020

the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished and the consideration paid is recognised in the Statement of Profit and Loss as other gains / (losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender has agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

(ii) Trade and other payables:

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

(iii) Derivative financial instruments:

The Company uses derivative financial instruments, such as foreign exchange forward contracts, currency options and interest rate swaps to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and

are subsequently re-measured at fair value at the end of each reporting period. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Hedge accounting :

The Company designates certain hedging instruments which include derivatives, embedded derivatives and non-derivatives in respect of foreign currency risk, as either fair value hedges, cash flow hedges or hedges of net investments in foreign operations. At the inception of the hedge relationship, the Company documents the relationship between the hedging instruments and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

C. De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another, from the same lender, on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

III. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an

Notes to Financial Statements

for the year ended 31st March, 2020

intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

- (a) Operating lease commitments – Company as lessor;
- (b) Assessment of functional currency;
- (c) Evaluation of recoverability of deferred tax assets

Estimates and assumptions

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year :

- a) Useful lives of property, plant and equipment, investment property and intangible assets;
- b) Fair value measurements of financial instruments ;
- c) Impairment of non-financial assets;
- d) Taxes;
- e) Defined benefit plans (gratuity benefits);
- f) Provisions;
- g) Revenue recognition – Khazana Coupon scheme, etc.
- h) Valuation of inventories;
- i) Contingencies

Notes to Financial Statements

for the year ended 31st March, 2020

3 PROPERTY, PLANT AND EQUIPMENTS

Sr. No.	Particulars	Land- Freehold	Right-of- use Assets	Buildings	Wind Power Plants	Plant and Machinery	Laboratory Equipments	Electrical Installation and Equipments	Computer and Data Processing	Furniture and Fittings	Office Equipments	Vehicles	Total	Capital Work-in-progress
I. Gross Carrying Amount														
	Balance as at 1 st April, 2019	2,515.92	-	6,543.02	11,612.11	7,150.06	375.92	345.40	206.01	381.42	140.67	334.79	29,605.32	254.68
	Additions	-	-	151.32	26.19	242.31	8.56	-	21.64	22.79	46.14	116.19	635.14	790.54
	Deletions	-	-	-	-	3.45	-	-	0.51	0.12	-	26.46	30.54	259.28
	Reclassified from Other Assets (Refer Note 3(d))		227.91										227.91	
	Reclassified from Investment Property (Refer Note 4)	-	-	10.68	-	-	-	-	-	-	-	-	10.68	-
	Balance as at 31st March, 2020	2,515.92	227.91	6,705.02	11,638.30	7,388.92	384.48	345.40	227.14	404.09	186.81	424.52	30,448.51	785.95
II. Accumulated Depreciation and Impairment														
	Balance as at 1 st April, 2019	-	-	1,543.19	4,771.54	3,052.73	176.29	225.39	144.53	228.27	94.24	200.82	10,437.00	-
	Depreciation for the year (Refer Note 23)	-	8.40	388.07	850.74	657.52	51.53	30.12	31.82	42.69	26.56	60.31	2,147.76	-
	Accumulated depreciation on deletions	-	-	-	-	2.30	-	-	0.08	0.06	-	19.06	21.50	-
	Reclassified from Investment Property (Refer Note 4)	-	-	8.68	-	-	-	-	-	-	-	-	8.68	-
	Balance as at 31st March, 2020	-	8.40	1,939.94	5,622.28	3,707.95	227.82	255.51	176.27	270.90	120.80	242.07	12,571.94	-
	Net Carrying Amount as at 31st March, 2020	2,515.92	219.51	4,765.08	6,016.02	3,680.97	156.66	89.89	50.87	133.19	66.01	182.45	17,876.57	785.95
	Net Carrying Amount as at 31st March, 2019	2,515.92	-	4,999.83	6,840.57	4,097.33	199.63	120.01	61.48	153.15	46.43	133.97	19,168.32	254.68

Notes :

- Buildings include cost of shares amounting to ₹ 0.03 lacs (Previous year ₹ 0.03 lacs).
- Additions during the year include Research and Development capital expenditure amounting to ₹ NIL (Previous year ₹ 11.67 lacs) in Laboratory Equipments, ₹ 1.27 lacs (Previous year ₹ 0.45 lacs) in Computer and Data Processing and ₹ 0.96 lacs (Previous year ₹ 0.18 lacs) in Office Equipments.
- Certain property, plant and equipments have been mortgaged for borrowing facilities availed by the Company (Refer Note 30).
- During the year, assets under lease are reclassified from Other Current / Non-current Assets to Property, Plant and Equipments as per Ind AS 116 Leases.

Notes to Financial Statements

for the year ended 31st March, 2020

4 INVESTMENT PROPERTY

	₹ in lacs
Buildings	
I. Gross Carrying Amount	
Balance as at 1 st April, 2019	1,188.08
Reclassified to owner-occupied property (Refer Note 3)	(10.68)
Balance as at 31 st March, 2020	1,177.40
II. Accumulated Depreciation and Impairment	
Balance as at 1 st April, 2019	214.61
Depreciation for the year (Refer Note 23)	47.40
Reclassified to owner-occupied property (Refer Note 3)	(8.68)
Balance as at 31 st March, 2020	253.33
III. Net Carrying Amount as at 31st March, 2020	924.07
IV. Net Carrying Amount as at 31st March, 2019	973.47

Note : Buildings include cost of shares amounting to ₹ 0.01 lacs (Previous year ₹ 0.01 lacs).

4.1 Information regarding income and expenditure of Investment Property

	2019-2020 ₹ in lacs	2018-2019 ₹ in lacs
Rental income derived from investment properties	115.37	133.54
Direct operating expenses (including repairs and maintenance) that generate rental income	(7.27)	(9.63)
Profit arising from investment properties before depreciation and indirect expenses	108.10	123.91
Less : Depreciation	(47.40)	(52.02)
Profit arising from investment properties before indirect expenses	60.70	71.89

The Company has no restrictions on the realisability of its investment properties or remittance of income and proceeds of disposal. Further, there are no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

4.2 Fair value of the Company's investment properties

The fair value of the Company's investment properties as at 31st March, 2017 was arrived at on the basis of a valuation carried out by independent registered valuers not related to the Company. The Company has adopted policy of revaluing investment property generally every three years unless there are any significant changes in the circumstances requiring earlier revaluation. Accordingly, the Company has continued with the same valuation for the year ended 31st March, 2020.

4.3 a) Details of the Company's investment properties and information about their fair value hierarchy

	31.3.2020	31.3.2019
Fair value measurement using Level 2	1,912.40	2,520.80

Notes to Financial Statements

for the year ended 31st March, 2020

b) Reconciliation of fair value

Particulars	₹ in lacs
Particulars	Total
Opening balance as at 1 st April, 2019	2,520.80
Fair value difference	-
Purchases / Reclassification	(608.40)
Closing balance as at 31st March, 2020	1,912.40

c) Description of valuation techniques used and key inputs to valuation on investment properties

The Investment Properties have been valued at Fair Market Value. It is the value of the property at which it can be sold in open market at a particular time free from forced value or sentimental value. Prevailing market value is a result of demand / supply, merits / demerits of properties and various locational, social, economical, political factors and circumstances. Prevailing market value can be estimated through market survey, through dependable data / sale instances, local estate developers / brokers, real estate portal enquiries and verbal enquiries in neighbourhood area.

5 OTHER INTANGIBLE ASSETS

		₹ in lacs
Computer Software and Licences		
I. Gross Carrying Amount		
Balance as at 1 st April, 2019		167.45
Additions		29.35
Balance as at 31st March, 2020		196.80
II. Accumulated Amortisation and Impairment		
Balance as at 1 st April, 2019		75.18
Amortisation for the year (Refer Note 23)		27.33
Balance as at 31st March, 2020		102.51
III. Net Carrying Amount as at 31st March, 2020		94.29
IV. Net Carrying Amount as at 31st March, 2019		92.27

Note: Additions during the year include Research and Development capital expenditure amounting to ₹ 2.43 lacs (previous year ₹ NIL).

Carrying amount and remaining period of amortisation of Intangible Assets is as below:

	₹ in lacs		
	0 to 5 years	6 to 10 years	Total WDV
Computer Software	84.96	9.33	94.29

Notes to Financial Statements

for the year ended 31st March, 2020

	Face Value ₹	As at 31.3.2020 Quantity Nos.	As at 31.3.2019 Quantity Nos.	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
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6 FINANCIAL ASSETS

6.1 Non-current Investments (fully paid up) (at FVTPL)

Unquoted					
Investments in Equity Instruments					
Kavini Ispat Ltd. [at cost less impairment in value ₹ 48.79 lacs (Previous year ₹ 48.79 lacs)]	10	1,06,100	1,06,100	-	-
Savita Petro-Additives Ltd. (Refer Note 32)	10	40	40	0.17	0.16
Savita Polymers Ltd. (Refer Note 32)	10	10,000	10,000	129.16	112.84
				129.33	113.00
Quoted					
Investments in Equity Instruments					
Nippon India ETF NIFTY BEES	1	72,800	-	66.78	-
Nippon India ETF Bank BEES	1	12,000	-	23.37	-
SBI Cards and Payment Limited	10	3,059	-	18.93	-
				109.08	-
Equity Oriented Mutual Funds					
Axis Multicap Fund - Growth	10	7,85,546	-	81.46	-
HDFC Index Fund - Sensex Plan	32	19,788	-	51.81	-
HDFC Top 100 Fund - Regular Plan - Growth	10	15,179	-	52.33	-
ICICI Prudential Fund Balanced Advantage Fund - Growth	10	5,02,849	-	153.72	-
Kotak Emerging Equity Fund - Regular Plan - Growth	10	4,17,157	-	123.21	-
L&T India Prudence Fund - Growth	10	-	3,88,410	-	101.45
Mirae Asset Focused Fund - Growth	10	8,35,561	-	70.41	-
Motilal Oswal Mid Cap 30 Fund - Growth - Regular	10	3,74,591	-	72.06	-
Motilal Oswal Nasdaq 100 Fund of Fund - Growth	10	3,78,995	-	48.24	-
Motilal Oswal Most Focused Dynamic Equity Fund - Regular Growth	10	-	16,90,146	-	206.89
Nippon India Equity Hybrid Fund - Segregated Portfolio 1 - Growth Plan	10	1,85,265	1,85,265	0.10	102.11
SBI Focused Equity Fund - Growth	10	65,053	-	77.94	-
				731.28	410.45
				969.69	523.45
Aggregate amount of Quoted Investments				840.36	410.45
Market value of Quoted Investments				840.36	410.45
Aggregate amount of Unquoted Investments				129.33	113.00
Aggregate amount of impairment in value of investments				48.79	48.79

Notes to Financial Statements

for the year ended 31st March, 2020

	Face Value ₹	As at 31.3.2020 Quantity Nos.	As at 31.3.2019 Quantity Nos.	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
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6.1 Current Investments (at FVTPL)

Quoted Equity Shares					
Indian Oil Corporation Limited	10	53,000	53,000	43.28	86.23
				43.28	86.23
Unquoted Mutual Funds					
Aditya Birla Sun Life Overnight Fund - Growth	1,000	-	1,37,390	-	1,409.16
Franklin India Liquid Fund - SIP - Growth	1,000	1,13,768	-	3,379.42	-
HDFC Liquid Fund -Growth	1,000	27,808	-	1,079.97	-
HDFC Overnight Fund - Growth	1,000	54,176	53,434	1,600.80	1,502.39
ICICI Prudential Liquid Fund - Growth	10	88,841	-	259.86	-
Kotak Liquid Scheme Plan A - Growth	1,000	86,369	-	3,455.18	-
L&T Cash Fund - Growth	1,000	-	28,425	-	404.16
SBI Liquid Fund - Regular Plan - Growth	1,000	1,11,762	25,750	3,457.50	750.94
SBI Magnum Insta Cash Fund	1,000	1,646	1,646	73.20	68.20
SBI Overnight Fund - Growth	1,000	-	69,261	-	2,124.06
Tata Liquid Fund Regular Plan - Growth	1,000	1,07,703	-	3,373.25	-
				16,679.18	6,258.91
				16,722.46	6,345.14
Aggregate amount of Quoted Investments				43.28	86.23
Market value of Quoted Investments				43.28	86.23
Aggregate amount Unquoted Investments				16,679.18	6,258.91
Aggregate amount of impairment in value of investments				-	-

6.2 Trade Receivables

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
Current		
Unsecured, Considered good	51,370.55	57,973.97
Considered doubtful	2,325.04	2,066.06
	53,695.59	60,040.03
Allowance for doubtful debts	(2,325.04)	(2,066.06)
	51,370.55	57,973.97
Less: Impairment under expected credit loss	(99.07)	(67.89)
	51,271.48	57,906.08

Notes to Financial Statements

for the year ended 31st March, 2020

The entity has used a practical and expedient model for computing the expected credit loss allowance in respect of trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows :

Ageing	Expected credit loss(%)
0-90 days past due	0.03
91-180 days past due	0.39
181-270 days past due	0.35
More than 270 days past due	1.93

Age of receivables *	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
0-90 days past due	41,894.97	52,415.24
91-180 days past due	3,723.86	3,020.64
181-270 days past due	2,557.25	1,433.24
More than 270 days past due	3,194.47	1,104.85

* Expected credit loss is worked out on the trade receivables for which no specific provision is made.

Movement in the expected credit loss allowance		
Balance at the beginning of the year	67.89	71.44
Movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	31.18	(3.55)
Balance at the end of the year	99.07	67.89

6.3 Loans

Non-current		
Other Loans		
Unsecured, considered good	20.96	19.37
	20.96	19.37
Current		
Other Loans		
Unsecured, considered good	38.65	31.87
	38.65	31.87
	59.61	51.24

Notes to Financial Statements

for the year ended 31st March, 2020

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
6.4 Other Financial Assets		
Non-current		
Security Deposits	15.53	29.53
Bank deposits with more than 12 months maturity	-	4.26
	15.53	33.79
Current		
Security Deposits	411.84	363.83
Derivative Asset	-	25.26
Other Financial Assets	31.09	30.60
	442.93	419.69
	458.46	453.48

6.5 Cash and Cash Equivalents

Balances with banks		
Current accounts	2,032.88	4,577.06
Deposit accounts with less than 3 months maturity	410.65	2,000.00
Cash on hand	15.33	14.47
	2,458.86	6,591.53

6.6 Other Bank Balances

Deposit accounts with more than 3 months but less than 12 months maturity	4.26	-
Security against guarantee / margin money deposits	172.96	127.68
Earmarked balances - Unpaid dividend accounts	90.24	67.60
	267.46	195.28

7 INVENTORIES

Raw and Packing Materials :		
on hand	21,904.88	20,791.46
in transit	12,056.81	10,587.21
Work-in-Process	1,986.05	2,061.51
Finished Goods :		
on hand	8,211.26	8,296.89
in transit	334.59	1,687.46
Stock-in-trade	176.75	107.15
Stores and Spares	205.80	190.02
	44,876.14	43,721.70

Please refer Note H in Significant Accounting Policies, for mode of valuation of inventories.

During the year ended 31st March, 2020, ₹ 110.72 lacs (Previous year ₹ 136.25 lacs) was recognised as an expense for inventories carried at net realisable value.

Notes to Financial Statements

for the year ended 31st March, 2020

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
8 OTHER ASSETS		
Non-current		
Capital Advances	199.04	68.30
Prepaid Lease Rental - Land	-	219.50
Others including duties and taxes receivable	668.82	628.49
Less: Provision for doubtful advances	(273.46)	(273.46)
	594.40	642.83
Current		
GST balances	2,779.54	2,591.89
Prepaid Lease Rental - Land	-	8.40
Advances to vendors	506.33	201.90
Other loans and advances including duties and taxes receivable (other than GST balances)	1,094.00	2,360.66
	4,379.87	5,162.85
	4,974.27	5,805.68

9 EQUITY SHARE CAPITAL

Authorised shares		
3,00,00,000 (As at 31 st March, 2019: 3,00,00,000) Equity shares of ₹ 10 each	3,000.00	3,000.00
Issued shares		
1,40,71,083 (As at 31 st March, 2019: 1,43,22,083) Equity shares of ₹ 10 each	1,407.11	1,432.21
Subscribed and fully paid-up shares		
1,40,71,083 (As at 31 st March, 2019: 1,43,22,083) Equity shares of ₹ 10 each	1,407.11	1,432.21

a) Reconciliation of number of shares

	Nos.	₹ in lacs
As at 1.4.2018	1,43,22,083	1,432.21
Issued during the year	-	-
As at 31.3.2019	1,43,22,083	1,432.21
Issued during the year	-	-
Bought back during the year	(2,51,000)	(25.10)
As at 31.3.2020	1,40,71,083	1,407.11

b) Rights, preferences and restrictions attached to equity shares (except forfeited shares)

The Company has only one class of equity shares having par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. There are no restrictions on the distribution of dividend or repayment of capital. The Company declares dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Notes to Financial Statements

for the year ended 31st March, 2020

c) Details of shareholders holding more than 5% of equity shares

	As at 31.3.2020		As at 31.3.2019	
	Nos.	% of holding	Nos.	% of holding
Gautam N. Mehra*	91,55,224	65.06	93,18,325	65.06
HDFC Trustee Company Ltd.	12,86,408	9.14	13,06,326	9.12

As per the records of the Company, including its register of shareholders / members.

*Includes 90,82,393 (As at 31st March, 2019: 92,45,494) equity shares held as member of Association of Persons and HUFs, wherein Mr. Gautam N. Mehra is one of the beneficiaries, and as a trustee of family trusts.

d) Buy-back of equity shares

During the year, the Company purchased its own 2,51,000 equity shares of ₹ 10 each at ₹ 1,605 each resulting in cash outflow of ₹ 4,028.55 lacs. The buy-back of these equity shares was completed by utilising its General Reserve to the extent of ₹ 4,003.45 lacs. The Company has transferred ₹ 25.10 lacs, equal to the nominal value of such shares, to Capital Redemption Reserve account. Consequent to the buy-back of shares, the Paid-up Equity share capital of the Company stands reduced by ₹ 25.10 lacs to ₹ 1,407.11 lacs.

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
10 OTHER EQUITY		
Capital Reserve - Forfeited Shares	0.35	0.35
Capital Reserve - Others	118.87	118.87
Capital Redemption Reserve		
Balance at beginning of the year	28.00	28.00
Add: Transfer from General Reserve (Refer note 9(d))	25.10	-
	53.10	28.00
General Reserve		
Balance at beginning of the year	14,364.60	13,214.60
Add: Transfer from surplus in the Statement of Profit and Loss	1,000.00	1,150.00
Less: Transfer to Capital Redemption Reserve (Refer note 9(d))	(25.10)	-
Less: Utilised for buy-back of shares (Refer note 9(d))	(4,003.45)	-
	11,336.05	14,364.60
Surplus in the Statement of Profit and Loss		
Balance at beginning of the year	69,216.45	59,436.90
Add: Profit for the year	9,564.24	11,427.01
Add: Other comprehensive income arising from re-measurement of defined benefit obligation net off income tax	(20.93)	(65.81)
	78,759.76	70,798.10
Less: Appropriations		
Dividend for 2017-18 (amount per share ₹ 2.50)	-	358.05
Tax on Dividend 2017-18	-	73.60
Dividend for 2018-19 (amount per share ₹ 2.50)	351.77	-
Tax on Dividend 2018-19	72.30	-
Interim Dividend for 2019-20 (amount per share ₹ 20)	2,814.22	-
Tax on Interim Dividend for 2019-20	578.47	-
Transfer to General Reserve	1,000.00	1,150.00
Total Appropriations	4,816.76	1,581.65
Net retained earnings	73,943.00	69,216.45
	85,451.37	83,728.27

For details of reserves, refer Statement of Changes in Equity.

Notes to Financial Statements

for the year ended 31st March, 2020

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
11 FINANCIAL LIABILITIES		
11.1 Long-term Borrowings		
Non-current		
Deferred Payment Liability - Unsecured		
Sales Tax Deferment	40.70	114.54
	40.70	114.54
Current		
Deferred Payment Liability - Unsecured		
Sales Tax Deferment	90.46	130.48
	90.46	130.48
Less : Amount clubbed under "Other current financial liabilities"	90.46	130.48
Net current borrowing	-	-
11.1.1 Government grants		
Balance at the beginning of the year	26.35	55.55
Released to the statement of profit and loss	(16.62)	(29.20)
	9.73	26.35
Current	7.19	16.62
Non-current	2.54	9.73
	9.73	26.35

Note :

In terms of the scheme of Government of Maharashtra, the Company was entitled to defer the payment of sales tax liability in certain years. Such deferral is without payment of interest. The grant represents the difference between the carrying amount as on the date of transition and the present value. The grant income is recognised in the Statement of Profit and Loss on a systematic basis.

Details of Deferred Payment Liability

Deferred Payment Liabilities (without considering the present value) amounting to ₹ 140.89 lacs (Previous year ₹ 271.37 lacs) are interest free sales tax deferrals repayable in 5 equal installments after 10 years from the respective year of availment.

Year of deferral	Deferral Amount ₹ in lacs as at	
	31.3.2020	31.3.2019
2004-2005	-	40.02
2005-2006	52.52	105.04
2006-2007	50.87	76.31
2007-2008	37.50	50.00
Total	140.89	271.37

Notes to Financial Statements

for the year ended 31st March, 2020

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
11.2 Short-term Borrowings (Secured)		
Loans Repayable on demand		
Cash Credits from banks	-	137.98
Secured by ;		
i) hypothecation of inventories, receivables and other current assets and		
ii) first pari-passu charge by way of equitable mortgage by deposit of title deeds of the Company's certain immovable properties at Silvassa, Navi Mumbai and Mumbai.		
	-	137.98

For details of carrying amounts of assets hypothecated / mortgaged for borrowing facilities, refer Note 30.

11.3 Trade payables and Acceptances

Current		
Trade payables		
Micro and Small Enterprises	-	25.56
Other than Micro and Small Enterprises	29,007.11	21,838.87
Acceptances	21,372.11	28,920.47
	50,379.22	50,784.90

(Refer Note 26 for details of dues to micro and small enterprises)

11.4 Other Financial Liabilities

Non-current		
Security deposits	31.81	28.82
	31.81	28.82
Current		
Financial liabilities at FVTPL		
Derivatives liabilities carried at fair value	-	2.02
Other financial liabilities at amortised cost		
Current maturities of long-term borrowings - Sales tax deferment	90.46	130.48
Unpaid dividends	90.24	67.60
Security deposits	464.48	524.23
Employee benefits	364.80	352.48
Other payables	160.06	466.35
	1,170.04	1,543.16
	1,201.85	1,571.98

Note: There are no amounts due and outstanding in respect of Investor Education and Protection Fund as on 31st March, 2020 (Previous year ₹ Nil).

Notes to Financial Statements

for the year ended 31st March, 2020

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
12 PROVISIONS		
Non-current		
Provisions in respect of employee benefits		
Leave encashment	464.43	491.68
	464.43	491.68
Current		
Provisions in respect of employee benefits		
Leave encashment	231.13	229.80
Gratuity (Refer Note 31)	115.78	174.13
	346.91	403.93
	811.34	895.61
13 DEFERRED TAX LIABILITY (NET)		
Deferred Tax Liability	1,235.07	1,999.38
Deferred Tax Asset	856.43	1,099.27
Net Deferred Tax Liability	378.64	900.11
Deductible temporary difference		
Deferred grant	2.45	9.21
Provision for doubtful debts and advances	678.92	841.25
Defined benefit obligation	175.06	248.10
Derivative liabilities	-	0.71
	856.43	1,099.27
Taxable temporary differences		
Property, plant and equipment and investment property	1,172.10	1,895.73
Borrowings	2.45	9.21
Investments	60.52	85.61
Derivative assets	-	8.83
	1,235.07	1,999.38
	378.64	900.11
14 OTHER LIABILITIES		
Non-current		
Deferred revenue arising from security deposit	7.82	13.69
Deferred revenue arising from government grant	2.54	9.73
	10.36	23.42
Current		
Deferred revenue arising from government grant	7.19	16.62
Income tax deducted at source	307.67	310.04
Duties and taxes	565.96	420.71
Interest on security deposit	3.69	3.34
Deferred revenue arising from security deposit	5.86	3.91
Advances from customers	690.64	473.31
Other payables	1,752.51	1,863.30
	3,333.52	3,091.23

Notes to Financial Statements

for the year ended 31st March, 2020

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
15 CURRENT TAX ASSETS AND LIABILITIES		
Current tax assets		
Tax refund receivable	1,390.97	1,058.86
	1,390.97	1,058.86
Current tax liabilities		
Income tax payable	116.17	460.93
	116.17	460.93
16 REVENUE FROM OPERATIONS		
Sale of products		
Finished and traded products	2,02,910.70	2,24,582.75
Other operating revenue		
Processing income	-	2.02
Government Grants		
Export incentives	1,425.48	1,475.27
Incentives for renewable energy generation	281.10	191.83
Revenue from Operations	2,04,617.28	2,26,251.87
The effect on adoption of Ind AS 115 does not have any material impact on the financial statements of the Company.		
17 OTHER INCOME		
Interest income	210.09	177.82
Dividend income	3.53	6.94
Net gain on sale of investments - Current	346.74	312.76
- Long-term	24.68	-
Grant Income	16.62	29.20
Reversal of provision for doubtful debts	-	117.20
Gain on fair valuation of investments (net)	-	134.12
Profit on sale of property, plant and equipments (net)	3.87	499.84
Miscellaneous income	555.61	561.98
	1,161.14	1,839.86
18 COST OF MATERIALS CONSUMED		
Base oils	1,34,695.43	1,54,547.23
Process chemicals / solvents	7,549.69	8,764.76
Packing materials	9,267.54	10,521.17
Others	1,164.25	1,435.62
	1,52,676.91	1,75,268.78

Notes to Financial Statements

for the year ended 31st March, 2020

	2019-20 ₹ in lacs	2018-19 ₹ in lacs
19 PURCHASE OF TRADED GOODS		
Base oils	3,086.89	969.10
Lubricating oils / Greases	229.51	108.40
Others	126.36	206.57
	3,442.76	1,284.07
20 (INCREASE) / DECREASE IN INVENTORIES		
Inventories at the end of the year		
Finished Goods	8,545.85	9,984.36
Work-in-Process	1,986.05	2,061.51
Traded Goods	176.75	107.15
	10,708.65	12,153.02
Inventories at the beginning of the year		
Finished Goods	9,984.36	8,992.58
Work-in-Process	2,061.51	1,338.48
Traded Goods	107.15	120.88
	12,153.02	10,451.94
	1,444.37	(1,701.08)
21 EMPLOYEE BENEFIT EXPENSE (Refer Note 31)		
Salaries, Wages and Bonus	5,095.60	4,677.65
Contribution to employees' provident and other funds	405.27	355.44
Staff Welfare Expenses	157.92	177.76
	5,658.79	5,210.85
22 FINANCE COST		
Interest and finance charges on financial liabilities not at FVTPL		
Interest on loan	-	2.83
Interest on sales tax deferment loan	16.62	29.20
Other borrowing costs		
Interest	735.83	1,120.68
Net loss on currency fluctuation	886.07	1,282.49
Other borrowing costs and bank charges	360.31	459.84
	1,998.83	2,895.04
23 DEPRECIATION / AMORTISATION (Refer Note 3, 4 and 5)		
Depreciation on property, plant and equipments	2,147.76	2,277.30
Depreciation on investment property	47.40	52.02
Amortisation of intangible assets	27.33	23.91
	2,222.49	2,353.23

Notes to Financial Statements

for the year ended 31st March, 2020

	2019-20 ₹ in lacs	2018-19 ₹ in lacs
24 OTHER EXPENSES		
Stores and spares consumed	205.66	299.67
Fuel and power	282.03	297.71
Rent	1,133.80	1,011.21
Lease Rentals on leasehold land	-	8.93
Freight	5,708.34	6,091.89
Rates, taxes and octroi	59.43	56.54
Insurance	437.74	478.50
Commission on sales	1,070.31	1,548.48
Donations	-	50.00
Repairs and maintenance:		
Buildings	93.62	64.19
Plant and Machinery	1,055.36	1,016.49
Others	119.13	128.56
Discounts	215.74	158.17
Royalty	9,872.98	11,049.83
Advertisement and sales promotion	653.39	607.92
Loss on fair valuation of investments (net)	4.45	-
Loss on foreign currency transactions and translation (net)	1,802.63	802.40
Bad debts	68.39	388.05
Provision for doubtful debts and advances (net)	290.16	-
Corporate Social Responsibility	219.99	70.94
Miscellaneous expenses	2,566.31	2,380.29
	25,859.46	26,509.77

The Company's R & D expenses that are not eligible for capitalisation have been expensed in the period incurred ₹ 188.47 lacs (Previous year ₹ 182.75 lacs) and they are recognised in other expenses.

Payment to auditors		
a) Audit fees	20.00	16.50
b) Other services	5.25	17.23
c) Out of pocket expenses	-	0.02

- 25** The Company has spent ₹ 219.99 lacs (Previous year ₹ 70.94 lacs) towards Corporate Social Responsibility expenditure (including capital expenditure ₹ Nil, Previous year ₹ Nil) and debited the same to the Statement of Profit and Loss as against ₹ 296.98 lacs (Previous year ₹ 219.60 lacs) computed as per the provisions of section 135(5) of the Companies Act, 2013

Notes to Financial Statements

for the year ended 31st March, 2020

- 26** Disclosure of dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 (as available with the Company) (Refer Note 11.3)

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
a) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year	-	25.56
b) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
d) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

27 CONTINGENT LIABILITIES NOT PROVIDED FOR

a) Disputed demands		
i) Excise and Customs	2,736.83	2,307.58
ii) Sales Tax	2,984.76	2,094.14
iii) Others	38.14	38.14
b) Claims not acknowledged as debt	210.00	210.00

28 COMMITMENTS

- a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) ₹ 604.30 lacs (Previous year ₹ 325.78 lacs).
- b) The Company has set up wind power projects in the states of Maharashtra, Karnataka and Tamilnadu. The Company, in case of specific projects, has entered into agreements for sale of power exclusively to the state utility companies in the respective states, for periods varying from 13 to 20 years.

Notes to Financial Statements

for the year ended 31st March, 2020

29 LEASES

The Company has entered into agreements for operating leases in respect of residential and office premises, plant and machinery and land taken / given on lease. All these leases are cancellable.

1) As a lessor:

a) The lease income recognised in the Statement of Profit and Loss ₹ 115.37 lacs (Previous year ₹ 133.54 lacs)

b) Future minimum lease rentals:

Particulars	2019-20 ₹ in lacs	2018-19 ₹ in lacs
Receivable in less than one year	118.73	115.37
Receivable in one to two years	124.67	118.73
Receivable in two to three years	130.90	124.67
Receivable in three to four years	61.21	130.90
Receivable in four to five years	-	61.21
Balance as at 31.3.2020	435.51	550.88

2) As a lessee:

a) Right-of-use assets:

The following is the movement of right-of-use assets during the year ended 31st March, 2020

Particulars	2019-20 ₹ in lacs
Balance as at 1.4.2019	-
Reclassified from Other Assets	227.91
Depreciation / Amortisation during the year	(8.40)
Any other adjustments	-
Balance as at 31.3.2020	219.51

The right-of-use assets are leasehold lands. These lease rentals were paid upfront at the time of acquisition. Therefore, there is no future liability to pay lease rentals.

b) The lease expenditure recognised in the Statement of Profit and Loss for short-term leases is ₹ 1,086.93 lacs (Previous year ₹ 972.46 lacs). The lease expenditure recognised in the Statement of Profit and Loss for leases for which the underlying asset is of low value is ₹ 38.43 lacs (Previous year ₹ 38.43 lacs).

3) Under these agreements refundable interest free deposits are given / taken except in case of land.

4) All these agreements have restrictions on further leasing.

5) Agreements for office, factory premises and land provide for revision in the rent.

Notes to Financial Statements

for the year ended 31st March, 2020

30 ASSETS HYPOTHICATED / MORTGAGED AS SECURITY

The carrying amount of assets hypothecated / mortgaged as security for borrowings are as under:

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
Hypothecation of		
i) Inventories	44,876.14	43,721.70
ii) Trade receivables	51,271.48	57,906.08
iii) Current assets other than inventories and trade receivables	25,701.20	19,805.22
	1,21,848.82	1,21,433.00
First Pari-passu Charge on		
Property, plant and equipment	8,151.17	8,668.71
Investment Property	-	1.99
	8,151.17	8,670.70
(Refer Note 11.2)	1,29,999.99	1,30,103.70

31 EMPLOYEE BENEFITS (Refer Note 12 and 21)

i) Defined Contribution Plan:

Company's contribution to Provident Fund ₹ 260.23 lacs (Previous year ₹ 232.94 lacs).

The Company also contributes to the following:

- National Pension Scheme (NPS) : ₹ 40.40 lacs (Previous year ₹ 33.74 lacs)
- Labour Welfare Fund : ₹ 0.05 lacs (Previous year ₹ 0.04 lacs)

ii) Defined Benefit Plan:

The following table sets out the funded status of the Gratuity Plan and the amounts recognised in the Company's financial statements:

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs	As at 31.3.2018 ₹ in lacs	As at 31.3.2017 ₹ in lacs	As at 31.3.2016 ₹ in lacs
a) Change in the obligation benefits:					
Projected benefit obligation at the beginning of the year	1,247.00	1,102.78	1,123.22	1,047.38	868.77
Service cost	74.29	66.20	61.55	51.09	46.55
Interest cost	96.76	85.80	81.65	85.05	69.07
Actuarial (Gains) / Losses on Obligations	-	-	-	-	-
- Due to Change in Demographic Assumptions					
Actuarial (Gains) / Losses on Obligations	(0.48)	1.23	(29.43)	45.96	(9.66)
- Due to Change in Financial Assumptions					
Actuarial (Gains) / Losses on Obligations	35.75	85.44	37.56	38.52	117.42
- Due to Experience					
Benefits paid	(196.54)	(94.45)	(171.77)	(144.78)	(44.76)
Projected benefit obligation at the end of the year	1,256.78	1,247.00	1,102.78	1,123.22	1,047.39

Notes to Financial Statements

for the year ended 31st March, 2020

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs	As at 31.3.2018 ₹ in lacs	As at 31.3.2017 ₹ in lacs	As at 31.3.2016 ₹ in lacs
b) Change in the plan assets:					
Fair value of the plan assets at the beginning of the year	1,072.86	1,015.91	1,004.15	963.26	927.06
Expected return on plan assets	83.25	79.04	73.00	78.22	73.70
Employer's contribution	174.14	86.87	119.07	106.62	15.25
Benefits paid	(196.54)	(94.45)	(171.77)	(144.78)	(44.76)
Return on plan assets, excluding interest income	7.29	(14.51)	(8.54)	0.83	(7.99)
Fair value of the plan assets at the end of the year	1,141.00	1,072.86	1,015.91	1,004.15	963.26
Funded status (Surplus / (Deficit))	(115.78)	(174.14)	(86.87)	(119.07)	(84.13)
c) Net Gratuity and other cost:					
Service cost	74.29	66.20	61.55	51.09	46.55
Interest on defined benefit obligation	96.76	85.80	81.65	85.05	69.07
Interest income	(83.25)	(79.04)	(73.00)	(78.22)	(73.70)
Net gratuity cost	87.80	72.96	70.20	57.92	41.92
d) Amounts recognised in the statement of other comprehensive income:					
Actuarial gains / (losses)	(35.27)	(86.67)	(8.13)	(84.52)	(107.75)
Return on plan assets, excluding interest income	7.29	(14.51)	(8.54)	0.83	(7.99)
Net income / (expense) for the period recognised in other comprehensive income	(27.98)	(101.18)	(16.67)	(83.69)	(115.74)
e) Category of Assets:					
Corporate Bonds	-	0.36	0.36	0.36	0.36
Special Deposits Scheme	43.66	43.66	43.66	43.66	43.66
Others	1,097.34	1,028.84	971.89	960.13	919.24
	1,141.00	1,072.86	1,015.91	1,004.15	963.26
f) Assumptions used in accounting for the Gratuity Plan:					
	%	%	%	%	%
Discount rate	6.84	7.76	7.27	8.12	8.12
Expected rate of return on plan assets	6.84	7.76	7.27	8.12	8.12
g) Maturity analysis of the benefit payments : from the fund					
Projected benefits payable in future years from the date of reporting					
1 st Following Year	448.69	420.09	307.40	363.85	328.59
2 nd Following Year	42.60	71.71	121.05	35.89	52.92
3 rd Following Year	92.73	112.77	88.37	132.94	95.71
4 th Following Year	88.14	91.41	100.19	87.64	53.66
5 th Following Year	97.31	89.13	81.78	95.92	145.05
Sum of years 6 to 10	352.79	390.63	353.91	316.31	483.30
As at 31 st March 2020, the weighted average duration of the defined benefit obligation was 6 years (Previous year 6 years).					
The estimates of future salary increases considered in actuarial valuation take into account the inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.					

Notes to Financial Statements

for the year ended 31st March, 2020

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs	As at 31.3.2018 ₹ in lacs	As at 31.3.2017 ₹ in lacs	As at 31.3.2016 ₹ in lacs
Sensitivity analysis:					
Projected benefit obligation on current assumptions	1,256.78	1,247.00	1,102.78	1,123.22	1,047.39
Delta effect of +1% change in rate of discounting	(62.55)	(57.94)	(52.50)	(53.58)	(44.89)
Delta effect of -1% change in rate of discounting	71.68	65.87	59.60	60.90	50.86
Delta effect of +1% change in rate of salary increase	70.78	65.08	58.89	59.87	50.42
Delta effect of -1% change in rate of salary increase	(63.00)	(58.33)	(52.86)	(53.71)	(45.33)
Delta effect of +1% change in rate of employee turnover	(5.51)	(1.99)	(1.49)	(3.23)	(0.13)
Delta effect of -1% change in rate of employee turnover	6.13	2.12	1.59	3.54	0.10

32 DETAILS OF RELATED PARTY TRANSACTIONS IN ACCORDANCE WITH IND AS 24 'RELATED PARTY DISCLOSURES'

Key Management Personnel:

Mr. G. N. Mehra	Chairman and Managing Director
Mr. C. V. Alexander	Executive Director (upto 30 th April, 2020)
Mr. S. M. Dixit	Executive Director and Chief Financial Officer
Mr. S. G. Mehra	Executive Director
Mrs. M. C. Dalal	Non-executive Director
Mr. R. N. Pisharody	Non-executive Director
Mr. H. Sunder	Non-executive Director
Ms. S. G. Mehra	Non-executive Director (upto 17 th September, 2019)
Mr. Chandrashekhar Gupte	Non-executive Director (From 29 th May, 2019 to 14 th August, 2019)
Mr. U. C. Rege	Company Secretary and Executive VP - Legal

Enterprises where key management personnel or relatives of key management personnel have control or significant influence:

Basant Lok Trading Company Pvt Ltd.	Chemi Pharmex Pvt. Ltd.	D. C. Mehra Public Charitable Trust
Khatri Investments Pvt. Ltd.	Kurla Trading Co. Pvt. Ltd.	Naved Investment and Trading Co. Pvt. Ltd.
Mansukhmal Investments Pvt. Ltd.	N. K. Mehra Trust	NKM Grand Children's Trust
Savita Polymers Ltd.	Savita Petro-Additives Ltd.	

Notes to Financial Statements

for the year ended 31st March, 2020

Relatives of key management personnel and relationship

Mrs. R. G. Mehra - Wife of Mr. G. N. Mehra	Ms. S. G. Mehra - Daughter of Mr. G. N. Mehra
Ms. Raashi Rege - Daughter of Mr. U. C. Rege	

Details of transactions during the year:

		2019-20 ₹ in lacs	2018-19 ₹ in lacs
A. Enterprises:			
a) Sale of goods:	Savita Polymers Ltd.	1,154.89	1,262.80
b) Sale of property, plant and equipment:	Savita Polymers Ltd.	4.00	3.66
c) Purchase of goods:	Savita Polymers Ltd.	255.83	1,860.51
d) Purchase of property, plant and equipment:	Savita Polymers Ltd.	1.57	1.56
e) Dividend received:	Savita Polymers Ltd.	3.00	1.50
	Savita Petro-Additives Ltd.	0.01	0.02
f) Dividend paid:	Basant Lok Trading Company Pvt. Ltd.	1.23	0.15
	Chemi Pharmex Pvt. Ltd.	0.20	0.03
	Khatri Investments Pvt. Ltd.	85.52	10.69
	Kurla Trading Co. Pvt. Ltd.	2.73	0.34
	Mansukhmal Investments Pvt. Ltd.	82.00	10.25
	Naved Investment and Trading Co. Pvt. Ltd.	1.89	0.24
g) Rent received:	Savita Polymers Ltd.	38.72	42.19
h) Rent paid:	Chemi Pharmex Pvt. Ltd.	45.35	45.35
	Savita Polymers Ltd.	0.18	17.47
i) Car Parking charges:	Basant Lok Trading Company Pvt Ltd.	0.15	0.15
	Chemi Pharmex Pvt. Ltd.	0.14	0.14
j) Donations:	D. C. Mehra Public Charitable Trust	-	25.00
	N. K. Mehra Trust	-	25.00
k) Refund of security deposit received:	Savita Polymers Ltd.	-	20.00
B. Key management personnel:			
i. Executive Directors:			
a) Dividend:		1,831.16	233.73
b) Remuneration:	Short term employee benefits	539.62	510.13
	Post employment benefits	15.60	15.66
	Medical benefits	3.31	2.82
ii. Non-executive Directors:			
	Commission and sitting fees	16.73	25.41
iii. Other key management personnel:			
	Remuneration:		
	Short term employee benefits	94.26	92.16
	Post employment benefits	3.58	3.29
	Medical benefits	1.26	2.60
C. Relatives of key management personnel:			
a) Dividend paid:		12.78	0.84
b) Remuneration:		1.04	1.83

Notes to Financial Statements

for the year ended 31st March, 2020

Balance outstanding :

	As at 31.3.2020 ₹ in lacs		As at 31.3.2019 ₹ in lacs	
	Debit	Credit	Debit	Credit
Enterprises:				
Basant Lok Trading Company Pvt Ltd.	3.50	0.15	3.50	-
Chemi Pharmex Pvt. Ltd.	1.00	-	1.00	-
Savita Polymers Ltd.	85.85	37.92	82.47	49.07
Key management personnel:				
Executive Directors	-	126.04	-	158.15
Non-executive Directors	-	11.03	-	18.51

Note - As the liabilities for gratuity and leave encashment are provided on an actuarial basis for company as a whole, the amounts pertaining to the key managerial personnel are not included.

33 DETAILS OF SEGMENT REPORTING

A. Factors used to identify the entity's reportable segments, including the basis of organisation

For management purposes, the Company is organised into segments based on the nature of products / services and has two reportable segments, as follows:

- petroleum products including transformer oils, white oils, mineral oils, liquid paraffins and lubricating oils;
- electricity generation through wind power plants.

The Chairman and Managing Director (CMD) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by operating segments. The CMD reviews revenue and gross profit as the performance indicator for all of the operating segments. However, the Company's finance (including finance cost and finance income) and income taxes are managed on a company as a whole basis and are not allocated to any segment.

B. Information about reportable segments

	2019-20 ₹ in lacs	2018-19 ₹ in lacs
a) Segment Revenue:		
Petroleum Products	2,01,260.82	2,23,620.84
Wind Power	3,958.04	4,112.48
Other unallocated revenue	559.56	358.41
Net Income from Operations	2,05,778.42	2,28,091.73
b) Segment Results:		
Profit before taxation and interest for each segment		
Petroleum Products	13,880.78	18,191.82
Wind Power	1,943.22	2,057.55
	15,824.00	20,249.37
Less: i) Finance Costs	1,998.83	2,895.04
ii) Other unallocated expenditure	1,350.36	1,083.26
	3,349.19	3,978.30
Profit before tax	12,474.81	16,271.07

Notes to Financial Statements

for the year ended 31st March, 2020

	As at 31.3.2020 ₹ in lacs	As at 31.3.2019 ₹ in lacs
(c) Segment Assets:		
Petroleum Products	1,12,722.16	1,22,737.49
Wind Power	8,495.38	9,504.79
Unallocated	21,912.74	10,898.90
	1,43,130.28	1,43,141.18
(d) Segment Liabilities:		
Petroleum Products	55,344.52	56,178.71
Wind Power	400.66	412.13
Unallocated	526.62	1,389.86
	56,271.80	57,980.70

	2019-20 ₹ in lacs	2018-19 ₹ in lacs
(e) Secondary Business Segment		
Revenue by Geographical Segment		
Domestic	1,73,717.31	1,93,459.89
Export	32,061.11	34,631.84
	2,05,778.42	2,28,091.73

34 TAX EXPENSE

Particulars	Year ended 31.3.2020 ₹ in lacs	Year ended 31.3.2019 ₹ in lacs
(a) Amounts recognised in the Statement of Profit and Loss		
Current tax expense		
Current year	3,432.04	5,035.36
	3,432.04	5,035.36
Deferred tax expense		
Origination and reversal of temporary differences	(247.42)	(82.33)
Change in tax rate	(274.05)	8.65
Adjustment recognised in the period for current tax of prior periods	-	(117.62)
	(521.47)	(191.30)
Tax expense recognised in the Statement of Profit and Loss	2,910.57	4,844.06

(b) Amounts recognised in Other Comprehensive Income

Particulars	Year ended 31.3.2020 ₹ in lacs		
	Before tax	Tax (expense) / benefit	Net of tax
Items that will not be reclassified to profit or loss:			
Re-measurement of the defined benefit plans	(27.97)	7.04	(20.93)
	(27.97)	7.04	(20.93)

Notes to Financial Statements

for the year ended 31st March, 2020

Particulars	Year ended 31.3.2019 ₹ in lacs		
	Before tax	Tax (expense) / benefit	Net of tax
Items that will not be reclassified to profit or loss:			
Re-measurement of the defined benefit plans	(101.17)	35.36	(65.81)
	(101.17)	35.36	(65.81)

(c) Reconciliation of effective tax rate

Particulars	Year ended 31.3.2020 ₹ in lacs	Year ended 31.3.2019 ₹ in lacs
Profit before tax	12,474.81	16,271.07
Tax using the Company's domestic tax rate	3,139.66	5,685.76
Increase / (decrease) due to change in tax rate	(274.05)	8.65
Tax effect of:		
Non-deductible tax expenses / disallowances under Income Tax Act	52.32	60.46
Tax-exempt income and deductions under Chapter VI A of Income Tax Act	(59.73)	(861.57)
Allowable income tax on indexation of investment property	90.80	108.82
Temporary difference recognised in deferred taxes	(74.69)	(116.84)
Others	29.22	41.04
Excess provision of tax of prior periods	-	(117.62)
Amounts recognised in Other Comprehensive Income	7.04	35.36
Tax expense recognised in the Statement of Profit and Loss	2,910.57	4,844.06

(d) Movement in deferred tax balances

Particulars	₹ in lacs					
	Net balance 1.4.2019	Recognised in profit or loss	Recognised in OCI	Net balance 31.3.2020	Deferred tax asset	Deferred tax liability
External Commercial Borrowings (ECB)	-	-	-	-	-	-
Leave encashment	248.10	(73.04)	-	175.06	175.06	-
Property, plant and equipment and intangible assets and Investment property	(1,895.73)	723.63	-	(1,172.10)	-	1,172.10
Investment in unquoted equity instruments	(38.51)	6.69	-	(31.82)	-	31.82
Investment in quoted equity instruments	(30.13)	24.00	-	(6.13)	-	6.13
Investment in equity oriented mutual funds	(3.65)	33.53	-	29.88	-	(29.88)
Investment in unquoted mutual funds	(13.32)	(39.13)	-	(52.45)	-	52.45
Provision for doubtful debts and advances	841.25	(162.33)	-	678.92	678.92	-

Notes to Financial Statements

for the year ended 31st March, 2020

Particulars	₹ in lacs					
	Net balance 1.4.2019	Recognised in profit or loss	Recognised in OCI	Net balance 31.3.2020	Deferred tax asset	Deferred tax liability
Derivative Asset - Option contracts for External Commercial Borrowings (ECB) and Import Purchases	(8.83)	8.83	-	-	-	-
Derivative Liability - Forward contracts for imports	0.71	(0.71)	-	-	-	-
Deferred grant	9.21	(6.76)	-	2.45	2.45	-
Borrowings	(9.21)	6.76	-	(2.45)	-	2.45
Tax assets / (liabilities)	(900.11)	521.47	-	(378.64)	856.43	1,235.07

35 FINANCIAL INSTRUMENTS : ACCOUNTING CLASSIFICATIONS AND FAIR VALUE MEASUREMENTS

(i) Accounting classifications

The fair values of the financial assets and liabilities are determined at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

The carrying amounts of trade receivables, cash and cash equivalents, bank balances, short term deposits, trade payables, payables for acquisition of property, plant and equipment, short term loans from banks, financial institutions and other current financial assets and liabilities are considered to be the same as their fair values, due to their short-term nature.

(ii) Fair value measurements

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

Notes to Financial Statements

for the year ended 31st March, 2020

The following table presents carrying value and fair value of financial instruments by categories and also fair value hierarchy of assets and liabilities measured at fair value :

As at 31st March, 2020

₹ in lacs

Particulars	Note	Carrying Value	Classification			Fair Value		
			FVTPL	FVTOCI	Amortised Cost	Level 1	Level 2	Level 3
Financial assets								
Investments								
Investment in equity shares (quoted)	6.1	152.36	152.36	-	-	152.36	-	-
Investment in equity shares (unquoted)	6.1	129.33	129.33	-	-	-	129.33	-
Investment in equity oriented mutual funds	6.1	731.28	731.28	-	-	731.28	-	-
Investment in mutual funds	6.1	16,679.18	16,679.18	-	-	16,679.18	-	-
Trade receivables	6.2	51,271.48	-	-	51,271.48	-	-	-
Loans and Advances								
Loans to employees	6.3	59.61	59.61	-	-	-	59.61	-
Other financial assets								
Other receivables	6.4	458.46	-	-	458.46	-	-	-
Cash and cash equivalents	6.5	2,458.86	-	-	2,458.86	-	-	-
Bank balances	6.6	267.46	-	-	267.46	-	-	-
		72,208.02	17,751.76	-	54,456.26	17,562.82	188.94	-
Financial Liabilities								
Borrowings								
Interest free sales tax deferral loans	11.1	131.16	-	-	131.16	-	-	-
Short term loan from Bank	11.2	-	-	-	-	-	-	-
Trade payables and acceptances	11.3	50,379.22	-	-	50,379.22	-	-	-
Other financial liabilities								
Derivative instruments	11.4	-	-	-	-	-	-	-
Others	11.4	1,111.38	-	-	1,111.38	-	-	-
		51,621.76	-	-	51,621.76	-	-	-

As at 31st March, 2019

₹ in lacs

Particulars	Note	Carrying Value	Classification			Fair Value		
			FVTPL	FVTOCI	Amortised Cost	Level 1	Level 2	Level 3
Financial assets								
Investments								
Investment in equity shares (quoted)	6.1	86.23	86.23	-	-	86.23	-	-
Investment in equity shares (unquoted)	6.1	113.00	113.00	-	-	-	113.00	-
Investment in equity oriented mutual funds	6.1	410.45	410.45	-	-	410.45	-	-
Investment in mutual funds	6.1	6,258.91	6,258.91	-	-	6,258.91	-	-

Notes to Financial Statements

for the year ended 31st March, 2020

₹ in lacs

Particulars	Note	Carrying Value	Classification			Fair Value		
			FVTPL	FVTOCI	Amortised Cost	Level 1	Level 2	Level 3
Trade receivables	6.2	57,906.08	-	-	57,906.08	-	-	-
Loans and Advances								
Loans to employees	6.3	51.24	51.24	-	-	-	51.24	-
Other financial assets								
Derivative instruments	6.4	25.26	25.26	-	-	-	25.26	-
Other receivables (current)	6.4	428.22	-	-	428.22	-	-	-
Cash and cash equivalents	6.5	6,591.53	-	-	6,591.53	-	-	-
Bank balances	6.6	195.28	-	-	195.28	-	-	-
		72,066.20	6,945.09	-	65,121.11	6,755.59	189.50	-
Financial Liabilities								
Borrowings								
Interest free sales tax deferral loans	11.1	245.02	-	-	245.02	-	-	-
Short term loan from Bank	11.2	137.98	-	-	137.98	-	-	-
Trade payables and acceptances	11.3	50,784.90	-	-	50,784.90	-	-	-
Other financial liabilities								
Derivative instruments	11.4	2.02	2.02	-	-	-	2.02	-
Others	11.4	1,439.48	-	-	1,439.48	-	-	-
		52,609.40	2.02	-	52,607.38	-	2.02	-

During the reporting period ending 31st March, 2020 and 31st March, 2019, there were no transfers between Level 1 and Level 2 fair value measurements and no transfer into and out of Level 3 fair value measurements.

(iii) Description of significant observable inputs to valuation:

The following table shows the valuation techniques used to determine fair value :

Type	Valuation technique
Investments in equity shares (unquoted)	Based on book value
Investment in mutual fund	Based on NAV
Loan to employees	Based on prevailing market interest rate
Loans from foreign banks	Fair valued based on prevailing exchange rate at each closing date
Interest-free sales tax deferral loans	Discounted cash flows. The valuation model considers the present value of payments discounted using appropriate discounting rates.
Derivative instruments	Based on quotes from banks and financial institutions

36 FINANCIAL RISK MANAGEMENT

Risk management framework

The Company has put in place Risk Management Policy, objectives of which are to optimize business performance, to promote confidence amongst the Company's stakeholders in the effectiveness of its business management process and its ability to plan and meet its strategic objectives. The Company has a Risk Management Committee (RMC) comprising senior executives which is responsible for the review of risk management processes within the Company, and for overseeing the implementation of the requirements of this policy. The RMC provides updates to the Board on a regular basis on key risks faced by the Company, and the relevant mitigant actions. At an operational level, the respective functional managers are responsible for identifying and assessing risks within their area of responsibility;

Notes to Financial Statements

for the year ended 31st March, 2020

implementing agreed actions to treat such risks; and for reporting any event or circumstance that may result in new risks. The Company's risk management system is fully aligned with the corporate and operational objectives.

The Board of Directors of the Company and the Audit Committee of Directors periodically review the Risk Management Policy of the Company so that the management controls the risks through properly defined network.

The Company has identified financial risks and categorised them in three parts viz. (i) Credit Risk, (ii) Liquidity Risk and (iii) Market Risk. Details regarding sources of risk in each such category and how Company manages the risk is explained in following notes:

(i) Credit risk

Credit risk refers to the possibility of a customer or other counterparties not meeting their obligations and terms and conditions which would result into financial losses. Such risk arises mainly from trade receivables and investments. Credit risk is managed through internal credit control mechanism such as credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments. The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

Trade receivables

The Company's exposure to credit risk is influenced mainly by the following:

Petroleum Products Segment – As per the credit policy of the Company, generally no credit is given exceeding the accepted credit norms. The Company deals with State Electricity Boards and large corporate houses after considering their credit standing. The credit policy with respect to other customers is strictly monitored by the Company at periodic intervals. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers. In addition, for amounts recoverable on exports, the Company has adequate insurance to mitigate overseas customer and country risk.

Wind Energy Segment – Since the sale of wind energy is mostly to State Electricity Boards and reputed big corporates mostly against performance bank guarantees, the Company is of the view that the risk is highly mitigated.

As at 31.3.2020, the Company's most significant customers accounted for ₹ 16,939.53 lacs of the trade receivables carrying amount (Previous year ₹ 20,196.04 lacs).

The Company uses an allowance matrix to measure the expected credit losses of trade receivables (which are considered good). The following table provides information about the exposure to credit risk and loss allowance (including expected credit loss provision) for trade receivables:

Ageing	₹ in lacs			
	Gross Carrying Amount	Expected Credit Loss Rate (%)	Credit Loss	Net Carrying Amount
0-90 days past due	41,894.97	0.03	13.75	41,881.22
91-180 days past due	3,723.86	0.39	14.67	3,709.19
181-270 days past due	2,557.25	0.35	8.93	2,548.32
More than 270 days past due	3,194.47	1.93	61.72	3,132.75
	51,370.55		99.07	51,271.48

Note : Expected credit loss is worked out on the trade receivable for which no specific provision is made.

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for the year ended 31st March, 2020

Cash and cash equivalents

The Company held cash and cash equivalents of ₹ 2,458.86 lacs at 31.3.2020 (Previous year ₹ 6,591.53 lacs). The cash and cash equivalents are held with banks with good credit ratings.

Derivatives

The option contracts, forwards and interest rate swaps were entered into with banks having an investment grade rating and exposure to counterparties is closely monitored and kept within the approved limits.

Investments

The Company invests its surplus funds mainly in liquid schemes of mutual funds, which carry no / low mark to market risks for short duration and therefore, does not expose the Company to credit risk. Such investments are made after reviewing the credit worthiness and market standing of such funds and therefore, does not expose the Company to credit risk. Such investments are monitored on a regular basis.

Security Deposit

The Company has taken premises on lease and has paid security deposits. Since the Company has the ability to adjust the deposit with future lease payments, therefore, does not expose the Company to credit risk.

(ii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations on due date. The Company has a strong focus on effective management of its liquidity to ensure that all business and financial commitments are met on time. This is ensured through proper financial planning with detailed annual business plans, discussed at appropriate levels within the organisation. Annual business plans are divided into quarterly plans and put up to management for detailed discussion and an analysis of the nature and quality of the assumptions, parameters etc. Daily and monthly cash flows are prepared, followed and monitored at senior levels to prevent undue loss of interest and utilise cash in an effective manner. Cash management services are availed to avoid any loss of interest on collections. In addition, the Company has adequate, duly approved borrowing limits in place with reputed banks.

(a) Financing arrangements

The Company has an adequate fund and non-fund based limits with various banks. The Company's diversified source of funds and strong operating cash flow enables it to maintain requisite capital structure discipline. The financing products include working capital loans, buyer's credit loan etc.

(b) Maturities of financial liabilities

The amounts disclosed in the table are the contractual undiscounted cash flows.

As at 31.3.2020	₹ in lacs			
	Less than one year	1 to 5 years	More than Five Years	Total
Borrowings (including current maturities of long-term debts)	90.46	50.43	-	140.89
Trade payables	50,379.22	-	-	50,379.22
Other financial liabilities (other than derivative liabilities)	1,079.58	31.81	-	1,111.39
Total	51,549.26	82.24	-	51,631.50

Notes to Financial Statements

for the year ended 31st March, 2020

As at 31.3.2019	₹ in lacs			
	Less than one year	1 to 5 years	More than Five Years	Total
Borrowings (including current maturities of long-term debts)	268.46	140.89	-	409.35
Trade payables	50,784.90	-	-	50,784.90
Other financial liabilities (other than derivative liabilities)	1,410.66	28.82	-	1,439.48
Derivative Liabilities	2.02	-	-	2.02
Total	52,466.04	169.71	-	52,635.75

(iii) Market Risk

The risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in market price. Market risk further comprises of (a) Currency risk, (b) Interest rate risk and (c) Commodity risk.

(a) Currency Risk

The Company is exposed to currency risk mainly on account of its import payables and export receivables in foreign currency. The major exposures of the Company are in U.S. dollars. The Company hedges its import foreign exchange exposure partly through exports and depending upon the market situations partly through options and forward foreign currency contracts. The Company has a policy in place for hedging its foreign currency borrowings along with interest. The Company does not use derivative financial instruments for trading or speculative purposes.

Following are the derivative financial instruments to hedge the foreign exchange rate risk as of dates:

Category	Instrument	Currency	Cross Currency
Hedges of recognized assets and liabilities	Forward/ Option contracts	USD	INR

Exposure to currency risk - The currency profile of financial assets and financial liabilities is as below:

Particulars	As at 31.3.2020		As at 31.3.2019	
	₹ in lacs	Exposure in USD (INR terms)	₹ in lacs	Exposure in USD (INR terms)
Financial assets				
Trade and other receivables	5,308.33	70,14,174	5,432.42	78,60,539
Cash and cash equivalents	322.33	4,25,914	2,097.06	30,34,389
Net exposure for assets - A	5,630.66	74,40,088	7,529.48	1,08,94,928
Financial liabilities				
Trade Payables	41,249.03	5,44,97,325	42,194.43	6,10,45,187
Other financial liabilities	196.88	2,60,112	289.46	4,18,777
Less: Foreign currency - hedged	-	-	6,612.28	96,00,000
Net exposure for liabilities - B	41,445.91	5,47,57,438	35,871.61	5,18,63,964
Net exposure (A-B)	(35,815.25)	(4,73,17,350)	(28,342.13)	(4,09,69,036)

Notes to Financial Statements

for the year ended 31st March, 2020

Particulars	As at 31.3.2020		As at 31.3.2019	
	₹ in lacs	Exposure in Other Foreign Currencies (INR terms)	₹ in lacs	Exposure in Other Foreign Currencies (INR terms)
Financial assets				
Trade and other receivables	457.06	5,51,444	233.11	3,00,353
Cash and cash equivalents	0.24	438	-	-
Net exposure for assets - A	457.30	5,51,883	233.11	3,00,353
Financial liabilities				
Trade payables	-	-	238.47	3,07,190
Other financial liabilities	34.28	41,352	68.04	1,72,938
Less: Foreign currency - hedged	-	-	-	-
Net exposure for liabilities - B	34.28	41,352	306.51	4,80,128
Net exposure (A-B)	423.02	5,10,530	(73.40)	(1,79,775)

The following exchange rates have been applied at the end of the respective years

	31.3.2020	31.3.2019
	₹	₹
USD 1	75.69	69.12

Sensitivity analysis

The table below shows sensitivity of open forex exposure to USD / INR movement. We have considered 1% (+ / -) change in USD / INR movement, increase indicates appreciation in USD / INR whereas decrease indicates depreciation in USD / INR. The indicative 1% movement is directional and does not reflect management forecast on currency movement.

Impact on profit or loss due to % increase / (decrease) in currency

Particulars	₹ in lacs			
	2019-20		2018-19	
	Increase	(Decrease)	Increase	(Decrease)
Movement (%)	1%	1%	1%	1%
USD	358.15	(358.15)	283.18	(283.18)

(b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company manages its cash flow interest rate risk by using floating-to-fixed interest rate swaps. Under these swaps, the Company agrees with other parties to exchange, at specified intervals (i.e. quarterly), the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts. The management also maintains a portfolio mix of floating and fixed rate debt. Borrowings issued at variable rates expose the Company to cash flow interest rate risk.

The Company is not exposed to significant interest rate risk during the respective reporting periods.

Notes to Financial Statements

for the year ended 31st March, 2020

Following are the outstanding derivative financial instruments to hedge currency and the interest rate risk as of dates

						₹ in lacs
Category	Purpose	Currency	Cross Currency	31.3.2020	31.3.2019	Buy/Sell
Forwards contracts / Options Contracts	Imports	USD	INR	-	6,635.52	Buy

Interest rate risk exposure:

Company's interest rate risk arises from borrowings. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

			₹ in lacs	
Carrying amount as at			31.3.2020	31.3.2019
Fixed-rate instruments				
Financial assets			-	-
Financial liabilities			-	-
Variable-rate instruments				
Financial assets			-	-
Financial liabilities			21,372.11	29,058.45

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 25 basis points in interest rates at the reporting date would have increased/ (decreased) profit or loss by the amounts shown below. The indicative 25 basis point (0.25%) movement is directional and does not reflect management forecast on interest rate movement.

This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

			₹ in lacs	
Particulars			2019-20	2018-19
Floating rate borrowings			53.43	72.65

(c) Commodity Risk

Raw Material Risk

Petroleum Products Segment - Timely availability and also non-availability of good quality base oils from across the globe could negate the qualitative and quantitative production of various products of the Company. Volatility in prices of crude oil and base oil is another major risk for this segment. The Company procures base oils from various suppliers scattered in different parts of the world. The Company tries to enter into long term supply contracts with regular suppliers and at times buys base oils on spot basis.

Wind Energy Segment – Availability of good windy sites, delays in land acquisitions and forest land approvals, right of way issues, weak Renewal Purchase Obligation enforcement, resistance to Open Access by State Electricity Boards, lack of adequate transmission infrastructure can effect the decisions to invest and to operate this segment. The Company tries its best to carry out a thorough feasibility study before embarking on investment in this segment. The Company also explores the possibility of scattering its investments over various states and over a period of time.

Notes to Financial Statements

for the year ended 31st March, 2020

Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

i) Debt Equity Ratio

The Company monitors capital using debt equity ratio. The Company's debt to equity ratios are as follows:

Particulars	₹ in lacs	
	31.3.2020	31.3.2019
Total borrowings (Refer note 11.1 and 11.2)	131.16	383.00
Total equity (Refer note 9 and 10)	86,858.48	85,160.48
Debt to Equity ratio	0.01	0.01

ii) Dividends

Dividends paid during the year

Particulars		Year ended	
		31.3.2020	31.3.2019
Dividend	Rate per share ₹	2.50	2.50
	Amount (₹ in lacs)	424.07	431.65
Interim Dividend	Rate per share ₹	20.00	-
	Amount (₹ in lacs)	3,392.69	-

37 BASIC AND DILUTED EARNINGS PER SHARE:

	2019-2020	2018-2019
Profit for the year after tax (₹ in lacs)	9,564.24	11,427.01
Weighted average number of ordinary shares (Nos.)	1,41,59,550	1,43,22,083
Nominal value of the share ₹	10	10
Basic and diluted earnings per share ₹	67.55	79.79

38 Previous year's figures have been regrouped / rearranged wherever necessary to conform to those of current year classification.

39 The Company has computed the Current and Deferred Tax Expenses for the year ended 31st March, 2020 in accordance with Taxation Laws (Amendment) Ordinance, 2019 ("Ordinance") @ 25.17%. The Company has also re-measured its Deferred Tax Assets and Liabilities in the financial results for the year ended 31st March, 2020.

Notes to Financial Statements

for the year ended 31st March, 2020

40 The outbreak of Novel Coronavirus (COVID-19), a Global Pandemic has significantly affected the economic activities worldwide including India and as a consequence has adversely affected the operations and results of the Company. The Indian economy witnessed a sudden and drastic slow-down from last week of March, 2020 when the Central and State Governments announced lockdown to contain the spread of deadly virus.

The management has taken all the necessary measures to comply with the directions issued by Central/State Governments and local authorities including temporary shut-down of its manufacturing facilities, offices and depots. The Company has since resumed most of its major operations in a phased manner, till the time of the announcement of these financial statement, by following all the directives from respective local / government authorities from time to time.

The Company has made necessary assessment of its liquidity position for a period of at least one year from the balance sheet date, of the recoverability of its assets including Property, plant and Equipments, Trade Receivables, Investments and all other Current and Non-current assets and its ability to pay the current and future liabilities as they become due and that of effectiveness of internal financial controls and the management is of the view that there is no material impact on or adjustment required to the Financial Results for the year ended 31st March 2020.

Impact assessment of COVID-19 is a continuing process and the Company will continue to monitor the impact from time to time.

As per our report of the even date

For **G. D. Apte & Co.**

Chartered Accountants

Firm's Registration No.: 100515W

Chetan R. Sapre

Partner

Membership No. 116952

Mumbai

10th July, 2020

U. C. Rege

Company Secretary

and Executive VP - Legal

S. M. Dixit (DIN : 02359138)

Chief Financial Officer and

Whole-time Director

For and on behalf of the Board

G. N. Mehra (DIN : 00296615) *Chairman and*

Managing Director

M. C. Dalal (DIN : 00087178) *Non-executive Director*



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