

CHEMTECH

INDUSTRIAL VALVES LTD.
ISO 9001:2008 CERTIFIED COMPANY



Date: 05th September, 2020

To,
BSE Limited
P.J. Towers,
Dalal Street, Fort,
Mumbai - 400001

Subject : **Annual Report for F.Y. 2019-20**

Scrip Code: 537326 (Chemtech Industrial Valves Limited)

Dear Sir/Ma'am,

Please find attached herewith the Annual Report of the Company for the financial year 2019-20 pursuant to Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Annual Report along with the Notice is also available on the website of the Company at www.chemtechvalves.com.

Kindly take the same in your records.

Thanking You,

Your Sincerely,

For, Chemtech Industrial Valves Limited

SHWETA SUNIL NAGPAL
Digitally signed by
SHWETA SUNIL NAGPAL
Date: 2020.09.05 20:53:45
+05'30'

Shweta Nagpal
Company Secretary and Compliance Officer

Encl: As above

Correspondence & Admin Office : 503, Sunrise Business Park, Plot No. B-68, Road No. 16, Near Kisan Nagar-2, Wagle Industrial Estate, Thane (W), (Mumbai) 400 604. **Tel:** 022 25839500 / 25838220, **Email:** marketing@chemtechvalves.com, **Website** : www.chemtechvalves.com,

Works: Plot No. 37, Kondala Road, Opp Essel Propack, Near Multi Steel, Post. Vadavali, Tal. Wada, Dist. Palghar – 421 312. **Tel.:** +91 9223300521

Registered Office: 105, Hiranandani Industrial Estate, Opp. Kanjurmarg (W), Mumbai – 400 078.

CIN: L29299MH1997PLC105108, Registered Medium Enterprises Under MSMED Act, 2006 **GSTIN:** 27AAACC5866H1ZI



CHEMTECH
INDUSTRIAL VALVES LTD

24th ANNUAL REPORT
2019-2020

Contents of the Annual Report 2019-2020

Particulars	Pg. No.
Chairman's Statement	03
Notice of the 24 rd Annual General Meeting	04
Board Report	19
Corporate Governance Report	42
CEO and CFO Certification	53
Auditor's Certificate on Corporate Governance	54
Management Discussion and Analysis	55
Independent Auditor's Report	58
Balance Sheet	65
Statement of Profit & Loss	67
Cash Flow Statement	69
Notes to accounting policies	71

CORPORATE INFORMATION

DIRECTORS & KEY MANAGERIAL PERSONNELS:

Mr. Harsh Pradeep Badkur	Chairman and Managing Director
Mr. Ignatious David Chittatukarakaran Inasu	Whole- Time Director
Mr. Puneet Pradeep Badkur	Director & CFO
Mr. Niranjay Arnrithal Choudhary	Non-Executive Independent Director
Mrs. Manisha Yogesh Lakhani	Additional Non-Executive Independent Director
Mr. Parimal Rameshchandra Mehta	Non-Executive Independent Director
Ms. Shweta Sunil Nagpal	Company Secretary and Compliance Officer

AUDITORS:

M/s. Raju & Prasad,
511, The Corporate Centre,
Nirmal Lifestyle Mall, L.B.S. Marg,
Mulund (W), Mumbai – 400 080

SHARE TRANSFER AGENT:

M/s. Bigshare Services Pvt. Ltd.
E.2 & 3, Ansa Industrial Estate,
Sakivihar, Andheri (E),
Mumbai- 400072

REGISTERED OFFICE:

105, Hiranandani Ind. Estate,
Opp. Kanjurmarg Railway Station,
Mumbai – 400078
Telephone No. +91-2225839500 / 822
Email: investors@chemtechvalves.com
Website- www.chemtechvalves.com

CORPORATE OFFICE:

503, 5th Floor, Sunrise Business Park,
Plot No.B-68, Road No.16,
Wagle Estate, Thane (W),
Mumbai- 400604

BANKERS TO THE COMPANY:

(A) INDUSIND BANK LTD.
Shop No. 4 & 5, 'A' Wing,
"Gundecha Heights", L.B.S. Marg,
Kanjurmarg (W), Mumbai -400 078

(B) THE BHARAT CO-OP. BANK (MUMBAI)
LTD.
Gautam Udyog Bhavan
L.B.S. Marg Bhandup (W),
Mumbai- 400078

FACTORY:

Chemtech Industrial Valves Ltd.,
Survey No.37, Kondala road,
Village Vadavali, Kudus,
Taluka Wada,
Dist. Palghar - 421312

Investor Services Department
Chemtech Industrial Valves Limited
CIN: L29299MH1997PLC105108

(Regd. Office: 105, Hiranandani Indl. Estate, Opp. Kanjur Marg Rly Station, Mumbai – 400078)
Telephone No. +91-22-25839500/8220, Email: investors@chemtechvalves.com
Website: www.chemtechvalves.com

Chairman's Statement – 2019-20

Dear Shareholders,

I have great pleasure to welcome you all to the 24rd Annual General Meeting of our Company. It gives me pleasure to communicate with you once again. The Directors' Report and the Financial Statement for the year ended 31st March, 2020 together with the report of Statutory are already with you. I am sure you are fully aware of the financial & physical health of your company.

Financial Year 2019-20 has been a very significant year for your Company as we have achieved several breakthroughs which will propel our future growth exponentially. Some of these laurels achieved are as mentioned below:

- Large orders executed for a Very Large Integrated Steel Group in India across various types of Valves, which has given us tremendous goodwill with the Group for their Future earmarked Projects upcoming years.
- Good thrust gained in certain High margin Products during the year, including in Specialized High Performance Butterfly Valves & Specialized Fabricated Valves.
- The Company has started offering its Products to the value added Pulp & Paper sector.
- Large Export Order executed for a Thermal Power Plant in Bangladesh and these Credentials will help the Company to gain further market share in the Export segment.

Our designing capability to innovate enables us to meet the changing customer needs. We believe that our growth has been due to our ability to understand customer needs and build a product of optimal design.

We value the importance of our relationships and will continue to remain fair & true in all our dealings with all the stakeholders.

I express my sincere gratitude to my Directors on the board for their valuable guidance & contribution & thank you all the stakeholders for being with us in this phase and assure you that in upcoming years the Company shall always strive better to give a performance.

Thank you all for attending this meeting Ladies & Gentlemen.

Date: 02nd September, 2020
Place: Mumbai

Sd/-
Harsh Pradeep Badkur
DIN-00676715
Chairman and Managing Director

NOTICE OF THE 24th ANNUAL GENERAL MEETING

Notice is hereby given that the 24th Annual General Meeting of the members of **Chemtech Industrial Valves Limited** will be held on **Tuesday, 29th September, 2020 at 3:00 p.m.** IST through Video Conferencing (“VC”)/ Other AudioVisual Means (“OAVM”), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements and the reports of the Board of Directors and Auditors thereon for the Financial Year ended on 31st March, 2020.
2. To appoint a director in place of Mr. Puneet Pradeep Badkur (DIN: 07803209) who retires by rotation and being eligible, offers himself for re-appointment.

“Resolved that Mr. Puneet Pradeep Badkur (DIN: 07803209) who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

3. **To consider appointment of Mrs. Manisha Yogesh Lakhani (DIN: 08672773), Additional Director of the Company, as a Non-Executive Independent Director on the Board of the Company:**

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

“**RESOLVED** that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, Mrs. Manisha Yogesh Lakhani, Director (DIN: 08672773) of the Company who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years with effect from January 22, 2020.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regards.”

4. **To consider and approve remuneration to Mr. Harsh Pradeep Badkur (DIN: 00676715), Chairman and Managing Director of the Company for the remaining period of his present tenure and if thought fit, pass the following resolution as a Special Resolution, with or without modification(s):**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or enactment thereof) read with Schedule- V of the Companies Act, 2013 along with regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) (Amendment) Regulations, 2018, consent of the members be and is hereby accorded for payment of remuneration as recommended by Nomination and Remuneration Committee to Mr. Harsh Pradeep Badkur (DIN: 00676715), Chairman and Managing Director, effective 1st April 2019 upto the remaining period of his tenure, at such terms and conditions as set out in the explanatory statement annexed to the Notice, even if the annual remuneration payable to Mr. Harsh Pradeep Badkur (DIN: 00676715) may exceed the aggregate annual remuneration to all Executive Directors which may be in excess of five per cent of the net profits of the Company.

“RESOLVED FURTHER THAT Board of Directors (hereinafter referred to as Board which expression shall include any committee thereof or person(s) authorized by the Board) of the Company be and are hereby authorized, without any further reference or approval of members of the Company, to accept and alter and vary the terms and conditions of the said re-appointment or any amendments or modifications that may hereafter be made thereto within the permissible limits of Schedule V, read with various provisions of the Act and rules made there under along with the limits stated in the explanatory statement, once the same is approved by members of the company.”

“RESOLVED FURTHER THAT the remuneration and perquisites including the monetary value there of as specified be varied, increased, expanded, enhanced, enlarged, widened or altered in accordance with the provisions relating to the payment of Managerial remuneration under the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 or any amendments or re-enactments thereof and as may be mutually decided between the Company and Mr. Harsh Pradeep Badkur be suitably amended to give effect to the same in such manner as may be agreed to by and between the Board of directors / Nomination and Remuneration Committee and Mr. Harsh Pradeep Badkur.”

“RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things incidental thereto to give effect to aforesaid resolution.”

5. To consider and approve remuneration to Mr. Ignatious David Inasu Chittatukarakaran (DIN: 01750827), Whole-Time Director of the Company for the remaining period of his present tenure and if thought fit, pass the following resolution as a Special Resolution, with or without modification(s):

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or enactment thereof) read with Schedule- V of the Companies Act, 2013 along with regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) (Amendment) Regulations, 2018 along with, consent of the members be and is hereby accorded for payment of remuneration as recommended by Nomination and Remuneration Committee to Mr. Ignatious David Inasu Chittatukarakaran (DIN: 01750827), Whole-Time Director, effective 1st April 2019 upto the remaining period of his tenure, at such terms and conditions as set out in the explanatory statement annexed to the Notice, even if the annual remuneration payable to Mr. Ignatious David Inasu Chittatukarakaran may exceed the aggregate annual remuneration to all Executive Directors which may be in excess of five per cent of the net profits of the Company.

“RESOLVED FURTHER THAT Board of Directors (hereinafter referred to as Board which expression shall include any committee thereof or person(s) authorized by the Board) of the Company be and are hereby authorized, without any further reference or approval of members of the Company, to accept and alter and vary the terms and conditions of the said re-appointment or any amendments or modifications that may hereafter be made thereto within the permissible limits of Schedule V read with various provisions of the Act and rules made there under along with the limits stated in the explanatory statement, once the same is approved by members of the company.”

“RESOLVED FURTHER THAT the remuneration and perquisites including the monetary value there of as specified be varied, increased, expanded, enhanced, enlarged, widened or altered in accordance with the provisions relating to the payment of Managerial remuneration under the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 or any amendments or re-enactments thereof and as may be mutually decided between the Company and Mr. Ignatious David Inasu Chittatukarakaran be suitably amended to give effect to the same in such manner as may be agreed to by and between the Board of directors / Nomination and Remuneration Committee and Mr. Ignatious David Inasu Chittatukarakaran.”

“RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things incidental thereto to give effect to aforesaid resolution.”

6. To re-appoint Mr. Puneet Pradeep Badkur (DIN: 07803209) as Whole Time Director of the Company and in this regard to consider and if thought fit, to pass with or without modification (s) as a Special Resolution:

“**RESOLVED THAT** pursuant to Provisions of Section 152, 196, 197, 198, 203 and Schedule V and all other provisions applicable, if any, (including any statutory modifications or re-enactment thereof, for the time being in force), read with Companies (Appointment and Remuneration) Rules, 2014 along with regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, and any other statutory approval if any, the Company hereby re-appoints Mr. Puneet Pradeep Badkur (DIN: 07803209) as Whole Time Director for a period of 3 (Three) years commencing from 1 October, 2020 to 30 September, 2023, with such remuneration as recommended by Nomination and Remuneration Committee as set out in the explanatory statement appended hereto and forming part of this Notice even if the annual remuneration payable to Mr. Puneet Pradeep Badkur (DIN: 00676715) may exceed the aggregate annual remuneration to all Executive Directors which may be in excess of five per cent of the net profits of the Company and with liberty to the Board of Directors to alter, vary or modify the terms and conditions of the said re-appointment and / or remuneration in such manner as may be agreed to between the Board of Directors and Mr. Puneet Pradeep Badkur (DIN: 07803209) within the limits specified in the Companies Act, 2013 and Rules made thereunder.”

“**RESOLVED FURTHER THAT** the remuneration and perquisites including the monetary value thereof as specified be varied, increased, expanded, enhanced, enlarged, widened or altered in accordance with the provisions relating to the payment of Managerial remuneration under the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 or any amendments or re-enactments thereof and as may be mutually decided between the Company and Mr. Puneet Pradeep Badkur (DIN: 07803209) be suitably amended to give effect to the same in such manner as may be agreed to by and between the Board and Mr. Puneet Pradeep Badkur (DIN: 07803209).”

“**RESOLVED FURTHER THAT** Board of Directors (hereinafter referred to as Board which expression shall include any committee thereof or person(s) authorized by the Board) of the Company be and are hereby authorized, without any further reference or approval of members of the Company, to accept and alter and vary the terms and conditions of the said re-appointment or any amendments or modifications that may hereafter be made thereto within the permissible limits of Schedule V read with various provisions of the Act and rules made there under, once the same is approved by members of the company.”

“**RESOLVED FURTHER THAT** Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things incidental thereto to give effect to aforesaid resolution.”

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 the Members to the EGM/AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/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 the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/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 EGM/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 EGM/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 EGM/AGM has been uploaded on the website of the Company at www.chemtechvalves.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 the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. The notice of the Annual General Meeting along with the Annual Report 2019-20 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/R& T agents/ Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses. Members may please note that this notice and Annual Report 2019-20 will also be available on the Company's website www.chemtechvalves.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the company website www.chemtechvalves.com, at NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
9. Brief resume of Directors including those proposed to be appointed/re-appointed, nature of their expertise in specific functional areas, names of Companies in which they hold directorships and memberships /chairmanships of Board Committees as stipulated under Listing Obligation and Disclosure Regulations 2015 are provided in the annexure to the notice calling Annual General Meeting.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit PAN to their Depository Participants with whom they are maintaining their accounts.
11. At the twenty-first AGM held on September 29, 2017 the members approved appointment of Raju & Prasad, Chartered Accountants (Firm Registration No.0034755) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the AGM to be held in year 2022, subject to ratification of their appointment by Members at every AGM, if so required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the twenty-third AGM.
12. Relevant documents referred to in the accompanying Notice shall be available for inspection in the electronic mode upto the date of AGM of the Company for inspection by the Members during the AGM. Members seeking to inspect such documents can send the e-mail to investor@chemtechvalves.com
13. Since the AGM will be held through VC / OAVM in accordance with the MCA Circulars, the route map, proxy form and attendance slip are not attached to the Notice.

14. Members seeking any information or clarification on the accounts or any other matter to be placed at AGM are requested to send written queries to the Company on investors@chemtechvalves.com, atleast 10 days before the date of the meeting to enable the management to respond quickly.
15. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 23, 2020 to Tuesday, September 29, 2020.

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

The remote e-voting period begins on Saturday, 26th September, 2020 at 9:00 A.M. and ends on Monday, 28th September 2020 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I 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 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, 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 file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered:**
Shareholders can communicate with Bigshare Services Pvt. Ltd., the Company's Registrar & Transfer Agent (RTA), e-mail ID: investor@bigshareonline.com / or at investors@chemtechvalves.com along with their folio no./DP ID and valid email id for updation /registration. Further, Shareholders holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participants, either shareholders can request a copy of Annual Report.
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 is given 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 shareholders

1. Institutional shareholders (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 spimarteyandassociates@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 Ms. Pallavi Mhatre, Manager NSDL at pallavid@nsdl.co.in / 022-24994545 Mr. Sagar Ghosalkar, Assistant Manager NSDL at sagar.ghosalkar@nsdl.co.in or evoting@nsdl.co.in / 022-24994553

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail 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 shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investers@chemtechvalves.com
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 investers@chemtechvalves.com

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

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

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

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

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Manager NSDL at pallavid@nsdl.co.in / 022-24994545 Mr. Sagar Ghosalkar, Assistant Manager NSDL at sagar.ghosalkar@nsdl.co.in / 022-24994553 or on evoting@nsdl.co.in
6. Shareholders 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 investor@chemtechvalves.com The same will be replied by the company suitably.

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

ITEM NO. 3:

Mrs. Manisha Yogesh Lakhani was appointed as an Additional Director of the Company with effect from 22nd January, 2020, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

Mrs. Manisha Yogesh Lakhani is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given her consent to act as Director. The Company has also received declaration from her that she meets the criteria of independence as prescribed u/s 149(6) of the Companies Act, 2013 and as prescribed in Regulation 16 of the SEBI (LODR), Regulations, 2015. In the opinion of the Board, Mrs. Manisha Yogesh Lakhani fulfils the conditions specified in the Act and rules made thereunder for his appointment as an Independent Director of the Company The Board is of the view that the appointment of Mrs. Manisha Yogesh Lakhani as Independent Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 3 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Ms. Manisha Yogesh Lakhani herself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

Item No. 4:

The Nomination and Remuneration Committee has considered the matter and recommended the terms of the Remuneration to the Board, subject to the approval of members by way of special resolution under various Sections of the Act read with Schedule- V of the Companies Act, 2013.

He is a post graduate in family management business from S. P. Jain Institute of Management and Research, further, Mr. Harsh Badkur is handling the Finance & Strategy Planning for the Company. His vision is to take the Company to a Leadership position in the Indian & Global Valves Market with a focus on Value added products. He is also involved in the Marketing of hi Business in the local markets. In the view of his responsibility, board approved the remuneration to be paid to him.

- a) **Salary:** Gross Salary of 15 Lakhs (Fifteen Lakhs) per annum with suitable increment each year at the discretion of the Board of Directors but within the limit of Schedule V and other applicable provisions of the Companies Act, 2013
- b) **Reimbursement of expenses:** He shall be entitled to the reimbursement of all actual expenses or charges, including travel, entertainment and other out of pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects.
- c) **Other Allowances:** Provident fund and Gratuity as per the applicable laws and policy of the Company, earned leave encashment, bonus as per the rules of the Company.

The terms and conditions of the said appointment may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, within the maximum amount payable to Managing and Whole Time Directors in accordance with Schedule V to the Act or any amendments made hereafter in this regard. In the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company may pay to Mr. Harsh Pradeep Badkur remuneration by way of Salary, allowances and perquisites as per section II of part II of Schedule V of the Companies Act, 2013.

This statement containing following information is given as per Clause-A of Section II of part II of Schedule V of the Companies Act, 2013.

General Information	
Nature of Industry	Manufacturing of Industrial Valves

Date or expected date of commencement commercial production.	NA (existing company)
In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA (existing company)
Financial Performance based on given indicators (As at 31st March 2020)	The Turnover for f.y. 2019-20 is Rs. 1955.64 lakhs, while the Net Profit after tax for the f.y. 2019-20 is Rs. 97.13 lakhs.
Export Performance	Foreign exchange earnings for the f.y 2019-20 of the Company are Rs.255.60 lakhs
Foreign Investments or collaborators, if any.	NA
Information / Resume about the Appointee	
Background Details / Qualification	He is a post graduate in family management business from S. P. Jain Institute of Management and Research, further, Mr.Harsh Badkur is handling the Finance & Strategy Planning for the Company. His vision is to take the Company to a Leadership position in the Indian & Global Valves Market with a focus on Value added products. He is also involved in the marketing of the business in the local markets.
Past Remuneration	Remuneration for f.y. 2019-20 was 6.80 lakhs
Recognition or Awards	NA
Job Profile and his expertise in specific functional areas	Mr. Harsh Pradeep Badkur is serving as the Managing Director of the Company. He is having significant experience over the years of working with the Company, further he is now associated with the Company for almost a decade. He is mainly into handling Finance and Strategic Planning of the Company.
Remuneration Proposed	As stated in explanatory statement
Comparative remuneration profile with respect to industry size of the company, profile of the position and person	The proposed remuneration is comparable and in line with the other companies of similar size and nature in the Industry.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Harsh Pradeep Badkur and Mr. Puneet Pradeep Badkur are brothers.
Other Information	
Reasons of loss or inadequate profits.	Due to economic conditions, increase in costs.
Steps taken or proposed to be taken for improvement	The company is undertaking various strategic initiatives including improvement to productivity and rationalisation of costs.
Expected increase in productivity and profits in measurable terms	The company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.
DISCLOSURES	
The other relevant disclosures are mentioned in the Board of Director's report under the heading "Corporate Governance", which is attached to the financial statement.	

Mr. Harsh Badkur is interested in the resolution to the extent of remuneration payable to him, further Mr. Puneet Pradeep Badkur, Director and Mrs Namrata Badkur, Promoter, Mr. Pradeep Badkur, Promoter, being relatives may be deemed to be interested in the said resolution.

Item No. 5:

The Nomination and Remuneration Committee has considered the matter and recommended the terms of the Remuneration to the Board, subject to the approval of members by way of special resolution under various Sections of the Act read with Schedule- V of the Companies Act, 2013.

He holds diploma certificate in Mechanical Engineering from Kerala and Associate Membership of the Institution of Engineers (India). He is responsible for the day-to-day operations of the firm. He has been associated with our Company since its inception. He is actively involved in the business of Company and acts as the Technical Director of our Company. He is responsible for all the design related aspects of the products and is actively involved in the marketing of products. He is also credited with designing some key Import substitute Valves for the Company which have given a very good breakthrough to the Company in BHE. In view of his experience and knowledge about the business, the board has approved his remuneration.

- a) **Salary:** Gross Salary of 15 Lakhs (Fifteen Lakhs) per annum with suitable increment each year at the discretion of the Board of Directors but within the limit of Schedule V and other applicable provisions of the Companies Act, 2013
- b) **Reimbursement of expenses:** He shall be entitled to the reimbursement of all actual expenses or charges, including travel, entertainment and other out of pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects.
- c) **Other Allowances:** Provident fund and Gratuity as per the applicable laws and policy of the Company, earned leave encashment, bonus as per the rules of the Company.

The terms and conditions of the said appointment may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, within the maximum amount payable to Managing and Whole Time Directors in accordance with Schedule V to the Act or any amendments made hereafter in this regard. In the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company may pay to Mr. Ignatious David Inasu Chittatukarakaran remuneration by way of Salary, allowances and perquisites as per section II of part II of Schedule V of the Companies Act, 2013.

This statement containing following information is given as per Clause-A of Section II of part II of Schedule V of the Companies Act, 2013

General Information	
Nature of Industry	Manufacturing of Industrial Valves
Date or expected date of commencement commercial production.	NA (existing company)
In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA (existing company)
Financial Performance based on given indicators (As at 31st March 2020)	The Turnover for f.y. 2019-20 is Rs. 1955.64 lakhs, while the Net Profit after tax for the f.y. 2019-20 is Rs. 97.13 lakhs.
Export Performance	Foreign exchange earnings for the f.y 2019-20 of the Company are Rs.255.60 lakhs
Foreign Investments or collaborators, if any.	NA
Information / Resume about the Appointee	
Background Details / Qualification	He holds diploma certificate in Mechanical Engineering from Kerala and Associate Membership of the Institution of Engineers (India). He is responsible for the day-to-day operations of the firm. He has been associated with our Company since its inception. He is actively involved in the business of Company and acts as the Technical Director of our Company. He is responsible for all the design related

	aspects of the products and is actively involved in the marketing of products
Past Remuneration	Remuneration for f.y. 2019-20 was 6.49 lakhs
Recognition or Awards	NA
Job Profile and his expertise in specific functional areas	Mr. Ignatious David Inasu Chittatukarakaran is serving as the Whole-Time Director of the Company. He has been holding directorship for more than two decades in the Company, he has been in the administration of the Company.
Remuneration Proposed	As stated in explanatory statement
Comparative remuneration profile with respect to industry size of the company, profile of the position and person	The proposed remuneration is comparable and in line with the other companies of similar size and nature in the Industry.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	NA
Other Information	
1 Reasons of loss or inadequate profits.	Due to economic conditions, increase in costs.
2 Steps taken or proposed to be taken for improvement	The company is undertaking various strategic initiatives including improvement to productivity and rationalisation of costs.
3 Expected increase in productivity and profits in measurable terms	The company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.
DISCLOSURES	
The other relevant disclosures are mentioned in the Board of Director's report under the heading "Corporate Governance", which is attached to the financial statement.	

Except Mr. Ignatious David Inasu Chittatukarakaran, no other Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the Resolution set out at Item No. 5 of this Notice.

Item No. 6:

The Nomination and Remuneration Committee has considered the matter and recommended the terms of the appointment and remuneration to the Board, subject to the approval of members by way of special resolution under various Sections of the Act read with Schedule- V of the Companies Act, 2013.

Mr. Puneet Badkur has completed his FMBA from SP Jain Institute of Management, Mumbai, and is actively involved in the International Business Development and also the continuously ongoing Vendor development initiatives undertaken by the Company. His Financial acumen has also helped the Company to secure better terms with various Customers and Vendors of the Company. In view of his interest in business and his performance, the Board along with the Nomination and Remuneration Committee has approved his Appointment as a Whole-Time Director of the Company.

- a) **Salary:** Gross Salary of 15 Lacs per annum with suitable increment each year at the discretion of the Board of Directors but within the limit of Schedule V and other applicable provisions of the Companies Act, 2013

- b) **Reimbursement of expenses:** He shall be entitled to the reimbursement of all actual expenses or charges, including travel, entertainment and other out of pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects.
- c) **Other Allowances:** Provident fund and Gratuity as per the applicable laws and policy of the Company, earned leave encashment, bonus as per the rules of the Company.

The terms and conditions of the said appointment may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, within the maximum amount payable to Managing and Whole Time Directors in accordance with Schedule V to the Act or any amendments made hereafter in this regard. In the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company may pay to Mr. Puneet Badkur remuneration by way of Salary, allowances and perquisites as per section II of part II of Schedule V of the Companies Act, 2013.

This statement containing following information is given as per Clause-A of Section II of part II of Schedule V of the Companies Act, 2013

General Information	
Nature of Industry	Manufacturing of Industrial Valves
Date or expected date of commencement commercial production.	NA (existing company)
In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA (existing company)
Financial Performance based on given indicators (As at 31st March 2020)	The Turnover for f.y. 2019-20 is Rs. 1955.64 lakhs, while the Net Profit after tax for the f.y. 2019-20 is Rs. 97.13 lakhs.
Export Performance	Foreign exchange earnings for the f.y 2019-20 of the Company are Rs.255.60 lakhs
Foreign Investments or collaborators, if any.	NA
Information / Resume about the Appointee	
Background Details / Qualification	Mr. Puneet Badkur has completed his FMBA from SP Jain Institute of Management, Mumbai, and is actively involved in the International Business Development and also the continuously ongoing Vendor development initiatives undertaken by the Company. His Financial acumen has also helped the Company to secure better terms with various Customers and Vendors of the Company. In view of his interest in business and his performance, the Board along with the Nomination and Remuneration Committee has approved his Appointment as a Whole-Time Director of the Company.
Past Remuneration	Remuneration for f.y. 2019-20 was 6.49 lakhs
Recognition or Awards	NA
Job Profile and his expertise in specific functional areas	Mr. Puneet Pradeep Badkur looks after all the day to day operations including Sales & Procurement. His Financial acumen has also helped the Company to secure better terms with various Customers and Vendors of the Company
Remuneration Proposed	As stated in explanatory statement
Comparative remuneration profile with respect to industry size of the company, profile of the position and person	The proposed remuneration is comparable and in line with the other companies of similar size and nature in the Industry.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Harsh Pradeep Badkur and Mr. Puneet Pradeep Badkur are brothers.
Other Information	

Reasons of loss or inadequate profits.	Due to economic conditions, increase in costs.
Steps taken or proposed to be taken for improvement	The company is undertaking various strategic initiatives including improvement to productivity and rationalisation of costs.
Expected increase in productivity and profits in measurable terms	The company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

DISCLOSURES

The other relevant disclosures are mentioned in the Board of Director’s report under the heading “Corporate Governance”, which is attached to the financial statement.

Mr. Puneet Pradeep Badkur is interested in the resolution to the extent of remuneration payable to him, further Mr. Harsh Pradeep Badkur, Director and Mr Namrata Badkur, Promoter Mr. Pradeep Badkur, Promoter, being relatives may be deemed to be interested in the said resolution.

Registered office:

**105, Hiranandani Industrial
Estate Chemtech Industrial
Valves Limited Opp.
Kanjurmarg Railway Station
Mumbai – 400 078**

Place: **Mumbai**

Date: **02nd September, 2020**

For and on behalf of the Board of Director

**Sd/-
Puneet Pradeep Badkur
Director
DIN: 07803209**

**Sd/-
Harsh Pradeep Badkur
Chairman and Managing Director
DIN: 00676715**

Annexure – A

The relevant details of directors who is proposed to be re-appointed directors of the Company, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Company Secretaries of India are as under;

DETAILS OF DIRECTORS ARE AS BELOW

PARTICULARS	Mrs. Manisha Lakhani	Mr. Puneet Badkur	Mr. Harsh Pradeep Badkur	Mr. Ignatious David InasuChittatukaran
Current Position	Non-Executive Independent Director	Director and CFO	Chairman and Managing Director	Whole-Time Director
Age:	49 Years	28 Years	32 Years	63 Years
Qualification:	Chartered Accountant	FMBA from SP Jain Institute of Management, Mumbai	FMBA from SP Jain Institute of Management, Mumbai	Diploma certificate in Mechanical Engineering from Kerala and Associate Membership of the Institution of Engineers (India)
Experience:	More than 20 Years in the field of Accounting and Finance	He has an experience of three to four years in this business.	He has an experience of over a decade in this industry.	He has wide experience and knowledge related to business of your company, he is associated with the company since inception.
Expertise in specific functional areas	She has expertise in accounting and taxation field.	He has wide knowledge of the industry and markets that the company operates in, and has been instrumental in the turnaround of the company over the last few years	He looks after the overall management of the Company and is involved in the strategic planning.	He acts as the Technical Director of our Company. He is responsible for all the design related aspects of the products and is actively involved in the marketing of products
Date of first Appointment:	January 22, 2020	May 05, 2017	September 30, 2010	January 15, 1997
Number of Board Meetings attended during the year:	Attended two meetings during the year	Attended eleven meetings during the year	Attended eleven meetings during the year	Attended eleven meetings during the year
Shareholding in the Company:	Nil	10,16,668	18,14,236	14,73,500
Relationship with Other Directors:	Nil	Brother of Mr. Harsh Badkur	Brother of Puneet Badkur	Nil
Other Directorships in Listed entities:	Nil	Nil	Nil	Nil
Memberships / Chairmanship of Committees:	She is the member in Audit Committee and Nomination and Remuneration Committee of Chemtech Industrial Valves Limited.	He is a Member of Stakeholder Relationship Committee of Chemtech Industrial Valves Limited	He is a Member of Audit Committee of Chemtech Industrial Valves Limited.	Nil

BOARD REPORT

To,
The Members,
CHEMTECH INDUSTRIAL VALVES LIMITED

Your Directors are pleased to present 24th Annual Report of company together with Audited Statement of Accounts and the Auditor's Report for the financial year ended 31st March 2020. The summarized financial results for the Financial year are as under:

➤ **Financial Results:**

The Financial performance of your Company for the year under review is summarized below:

(Rs. in lakhs)

PARTICULARS	31 st March, 2020	31 st March, 2019
Revenue from Operations	1955.64	1666.90
Other Income	24.08	20.45
Total Income	1979.72	1687.35
Profit before Finance Cost, Depreciation & Amortisation and Tax Expenses	327.52	253.28
Less: Finance Costs	132.06	146.50
Depreciation & Amortisation	101.16	106.04
Exceptional Items	-	-
Profit before Tax	94.30	0.74
Less: Provision for Taxation	(2.83)	(22.57)
Net Profit/(Loss) after taxation	97.13	23.31
Earnings Per Share (EPS)	0.85	0.20

➤ **Company Performance:**

This year has been achievable year for the Company the total income of the Company has increased from Rs.1687.35 lacs to Rs. 1979.72 lacs, whereas there is also an increase in Net Profit of Rs. 73.82 lacs as compared to Last Year and also the EPS has grown from 0.20 to 0.85 for the current year.

➤ **Dividend:**

Your directors do not recommend any dividend for the financial year 2019-20.

➤ **Transfer to Reserves:**

No amount has been transferred to the Reserve during the year under review.

➤ **Transfer of Unclaimed Dividend to Investor Education and Protection Fund:**

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.

➤ **Change in the Nature of Business, If any:**

There was no change in the nature of business during the year under review.

➤ **Deposit:**

The Company has not accepted or renewed any amount falling within the provisions of Section 73 of the Companies Act, 2013 (“the Act”) read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence the requirement for furnishing details of deposits which are not in compliance with Chapter V of the Act is not applicable.

➤ **Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company’s operations in future:**

During the year, no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and company’s operations in future.

➤ **Subsidiaries, Associates and Joint Venture Companies:**

Your Company is not having any subsidiary, associate or joint venture.

➤ **Extract of Annual Return:**

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in Form MGT-9 is annexed as Annexure- I and forms part of this Annual Report and also available on the website of the company www.chemtechvalves.com

➤ **Particulars of Loan, Guarantees and Investments under Section 186:**

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

➤ **Particulars of Contracts or Arrangements with Related Parties:**

The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 is annexed as Annexure-II and forms part of this Annual Report.

➤ **Meetings of the Board:**

The Board duly met eleven (11) times during the year. The meeting details are provided in Corporate Governance Report that forms part of this Annual Report. The intervening period between two Board meetings was well within the maximum time gap of four months prescribed in Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

➤ **Material Changes and Commitment affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report**

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

➤ **Directors and Key Managerial Personnel:**

During the period under review, following were the changes in Directors and Key Managerial Personnel:

Sr. No.	Date	Name of Director	Changes
1.	10.04.2019	Ms. Roma Roopkumar Bhagtani	Resigned as Company Secretary and Compliance Officer
2.	30.04.2019	Ms. Barkha Balkrushnan Deshmukh	Appointed as Company Secretary and Compliance Officer
3.	12.09.2019	Ms. Barkha Balkrushnan Deshmukh	Resigned as Company Secretary and Compliance Officer

4.	22.10.2019	Mr. Amitabh Rameshchand Luhadia	Resigned from Directorship
5.	13.11.2019	Ms. Shweta Sunil Nagpal	Appointed as Company Secretary and Compliance Officer
6.	07.12.2019	Mr. Pradeep Shikarchand Badkur	Resigned as Director, Chairman and CFO of the Company
7.	07.12.2019	Mr. Rajnikant Hemchandra Panday	Resigned as Independent Director
8.	07.12.2019	Mr. Puneet Pradeep Badkur	Appointed as CFO of the Company
9.	07.12.2019	Mr. Harsh Pradeep Badkur	Appointed as Chairman of the Company
10.	22.01.2020	Manisha Yogesh Lakhani	Appointed as Non- Executive Additional Independent Director
11.	27.01.2020	Namrata Pradeep Badkur	Resigned from Directorship
12.	27.01.2020	Mr. Santosh Rajaram Rajoriya	Resigned from Directorship

The Board of Directors of your Company has various executive and non-executive directors including Independent Directors who have wide and varied experience in different disciplines of Corporate functioning.

➤ **Future Outlook:**

The COVID-19 pandemic is a worldwide crisis and has meant that the economies will have to operate alongside the disease, now as the attention has started shifting from lockdown to safe reopening. Accordingly, Company is taking effective steps to improve operational efficiency. India's stable macroeconomic environment and strong growth outlook stand out relative to other emerging markets. With India's ever-growing requirements and addition planned by the Government through various initiatives, there exists substantial opportunity for future growth as the Company's products are geared up for the requirements. However, trade tensions & COVID-19 Pandemic among major economies impacted global growth prospects and has larger concerns on slowing down of world trade. The uncertainties associated with the pandemic COVID-19 may have adverse impact on the demand and supply chain in the short-term and the Company is working to minimise the impact of such aberrations to sustain the operations and identify new opportunities to grow. Accordingly, the company is executing the strategies to mitigate the impact of slowdown of trade.

➤ **Directors Responsibility Statement:**

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

1. In the preparation of the annual accounts for the financial year ended 31st March, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures.
2. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2020 and of the profit /loss of the Company for that period.
3. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
4. They have prepared the annual accounts on going concern basis.
5. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.
6. They have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively.

➤ **Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013:**

In order to promote safe and indiscriminative environment, the Company has formed an Internal Complaints Committee where employees can register their complaints against sexual harassment. During the year under review Company has not received any complaint of harassment.

➤ **Declaration of Independent Directors:**

The Company has received necessary declarations from all Independent Directors of the Company under section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as prescribed both under the Act and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

➤ **Familiarization program for Independent Directors**

The Company has conducted programs to familiarize Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company works and other allied matters.

➤ **Board Evaluation:**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report. The Company has drafted a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors.

➤ **Policy on director's appointment and remuneration:**

The current policy is to have optimum mix of executive and non-executive directors on the Board of the company. As on date of this report, the Board has 6 directors out of which 3 are independent directors including one Woman Independent Director. The policy of the company on director's appointment and remuneration, including criteria for qualifications, positive attributes, independence of a director and other matters as required under section 178 of the Companies Act, 2013 which is available on the website of the company www.chemtechvalves.com

➤ **Particulars of Employees:**

The information required under section 197 of the Companies Act, 2013 read with 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the report and marked as Annexure-III. No employee of the company was in receipt of the remuneration exceeding the limits prescribed in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

➤ **Corporate Social Responsibility (CSR) Policy:**

The Company doesn't fall under the ambit of Section 135 (1), hence, Corporate Social Responsibility policy is not applicable to the Company.

➤ **Committees of the Board:**

As on 31st March, 2020, the Board has three committees i.e Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. A detailed note on composition of the board and its committees is provided in the corporate governance report.

➤ **Vigil Mechanism/Whistle Blower Policy:**

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly the Board of Directors of the Company has, pursuant to the provisions of Section 177(9) of the Companies Act, 2013

read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, framed the Whistle Blower Policy for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports etc. The employees of the Company have the right/option to report their concern/grievance to the Chairman of the Audit Committee. No person has been denied access to the chairman of the Audit Committee.

During the financial year 2019-20, all the directors and employees had full access to approach the Vigil Mechanism Officer. No complaint was received during the year 2019-20 of any sort from any directors and employee of your company. Whistle Blower Policy is disclosed on the website of the Company www.chemtechvalves.com

➤ **Adequacy of Internal Financial Control**

The Company has in place adequate internal financial controls with reference to financial statements. The Board has inter alia reviewed the adequacy and effectiveness of the Company's internal financial controls relating to its financial statements. During the year, no reportable weakness was observed.

The Audit Committee periodically reviews all the matters relating to functioning of the internal control systems.

➤ **Risk Management**

The Company has implemented an integrated risk management approach through which it reviews and assesses significant risks on a regular basis to help ensure that there is a robust system of risk controls and mitigation in place. Senior management periodically reviews this risk management framework to keep updated and address emerging challenges. Major risks identified for the Company by the management are Currency fluctuation, Compliances of various applicable Laws, Regulatory changes, Manufacturing & Supply, Litigation, Technological Changes.

➤ **Audit reports and auditors**

Audit reports

- The Audit report for financial year ending on 31st March, 2020 does not contain any qualification, reservation or adverse remark. The Auditor's report is enclosed with financial statements in this Annual report.
- The Secretarial Audit report for financial year ending on 31st March, 2020 does not contain any qualification, reservation or adverse remark except as stated below,

Remarks/Observations	Reply by the management
Delay in submission of Statement of Investor Compliant for the quarter ended September 30, 2019 pursuant to Reg. 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	There was an inadvertent error, however the company has paid penalty for the same with the stock exchange and the default has been made good at the earliest possible time.
Delay in submission of Shareholding Pattern for the quarter ended September 30, 2019 pursuant to Reg. 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	There was an inadvertent error, however the company has paid penalty for the same with the stock exchange and the default has been made good at the earliest possible time.
Delay in submission of Reconciliation of Share Capital Audit Report for the quarter ended September 30, 2019 pursuant to Reg. 76 of the SEBI (Depositories and Participants) Regulations, 2018	There was an inadvertent error, the default has been made good at the earliest possible time.
Delay in submission of Compliance certificate w.r.t. transmission or transposition of securities for the half year ended September 30, 2019 pursuant to Reg. 40(9) of the SEBI (Listing	There was an inadvertent error, however the company has paid penalty for the same with the stock exchange and the default has been made good at the earliest possible time.

Obligations and Disclosure Requirements) Regulations, 2015	
Delay in submission of Corporate Governance report for the quarter ended September 30, 2019 pursuant to Reg. 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The delay was due to technical glitch and not attributable to the Company, accordingly the request for the waiver of fines is pending before the appropriate authority.
Delay in submission of compliance certificate related to share transfer to the stock exchange for the half year ended September 30, 2019 as per Reg. 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	There was an inadvertent error, the default was made good at the earliest possible time.
Delay in submission of voting results of Annual General Meeting held on September 20, 2019 under Reg. 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	There was an inadvertent error due to some technical glitch and the same was made good at the earliest possible time.
Disclosure of approval of Financial Statements for the Quarter and year ended March 31, 2019 not made within the prescribed time limit pursuant to Reg. 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	There was a delay in submission by few minutes, which was due to technical issues.
Pursuant to Section 197 and other applicable provisions of the Companies Act, 2013, resolution passed in the Board Meeting held on November 13, 2019 in respect of increase in remuneration of Mr. Harsh Badkur, Managing Director of the Company is not filed in form MGT-14 during the period under review. However, the same has been filed under "Companies Fresh Start Scheme (CFSS), 2020	This remark is self-explanatory.
Pursuant to Section 179 and 186 of the Companies Act, 2013, resolution passed in the Board Meeting dated November 13, 2019 in respect of grant of loan to a Company within the limits as prescribed under the provisions of the act is not filed in form MGT-14 during the period under review. However, the same has been filed under "Companies Fresh Start Scheme (CFSS), 2020	This remark is self-explanatory.

The Secretarial Auditor's report is enclosed as Annexure IV to the Board report in this Annual report.

- As required by Listing regulations, the auditors certificate on corporate governance is enclosed as Annexure V to this report. The auditor's certificate for financial year ending on 31st March, 2020 does not contain any qualification, reservation or adverse remark except as stated in the report.

Auditors

Statutory Auditors

M/s. Raju & Prasad, Chartered Accountants, (Firm Registration No. 003475S), having office at 511, The Corporate Centre, Nirmal Lifestyle Mall, LBS Marg, Mulund (W), Mumbai -400 080, Statutory Auditors of the Company appointed in the Annual General Meeting held in the Financial Year 2017 for the consecutive term of 5 (Five) financial years i.e. from Financial Year 2017-18 to 2021-22 continues to hold the office as the Statutory Auditors of the Company. In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

The Company has received certificate from the statutory auditors to the effect that their appointment, is within the limits prescribed as per the provisions of Companies Act, 2013 and rules made thereunder.

Secretarial Auditors

Pursuant to the provision of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Agrawal Mundra and Associates, Practising Company Secretaries to undertake the Secretarial Audit of the Company.

Cost Auditors

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of section 148(1) of Companies Act, 2013 are not applicable for the business activities carried out by the company.

➤ **Conversation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:**

(A) Conservation of energy-

- (i) the steps taken or impact on conservation of energy- N.A
- (ii) the steps taken by the company for utilising alternate sources of energy: N.A
- (iii) the capital investment on energy conservation equipments: N.A

(B) Technology absorption-

- (i) the efforts made towards technology absorption; None
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution; None
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- None
 - (a) the details of technology imported; None
 - (b) the year of import; N.A
 - (c) whether the technology been fully absorbed; N.A
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; N.A
- (iv) the expenditure incurred on Research and Development: Nil

(C) Foreign exchange earnings and Outgo-

Foreign exchange earnings: Rs.2,55,59,709 /-
Foreign exchange Outgo: Rs.5,27,887 /-

➤ **Corporate Governance:**

Your Company is committed to maintain the highest standard of Corporate Governance and adhere to the requirements set out by SEBI. The Report on Corporate Governance as stipulated under Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the shareholder's information and auditor's certificate on its compliance, forms a part of this Annual Report.

➤ **Management Discussion and Analysis Report:**

A detailed review of the operation, performance and outlook of the Company is given separately under the head Management Discussion and Analysis Report.

➤ **Appreciation:**

The Board of Directors expresses their deep gratitude for the co-operation and support extended to your Company by its customers, suppliers, Bankers and various Government agencies. Your Directors also place on record the commitment and involvement of the employees at all levels and looks forward to their continued co-operation.

For and on behalf of Board of Directors

Place: Mumbai
Date: 02nd September, 2020

Sd/-
Puneet Pradeep Badkur
DIN: 07803209
Director and CFO

Sd/-
Harsh Pradeep Badkur
DIN:00676715
Chairman and Managing
Director

Annexure I
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2020
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1.	CIN	L29299MH1997PLC105108
2.	Registration Date	15/01/1997
3.	Name of the Company	Chemtech Industrial Valves Limited
4.	Category/Sub-Category of the Company	Company Limited by Shares / Indian Non Government Company
5.	Address of the Registered office and contact details	105 Hiranandani Indl. Estate, Opp. Kanjur Marg Rly Station, Mumbai-400078 Telephone No.: +91-2225839500/822 Email: investors@chemtechvalves.com Website: www.chemtechvalves.com
6.	Whether listed company	YES
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Bigshare Services Pvt. Ltd., E.2 & 3, Ansa Industrial Estate, Sakivihar, Andheri (E), Mumbai- 400072

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)			
S. No.	Name and Description of main products / Services	NIC Code of the Product/ Service	% to total turnover of the company
1.	Manufacturing of Industrial Valves	2813	97.48
2.	Trading of various items for project sales	4690	-

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
N.A.					

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

Category of	No. of Shares held at the beginning				No. of Shares held at the end of the				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	6519333	-	6519333	56.75	7019333	-	7019333	61.1	4.35
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-

e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)	651933	-	651933	56.75	701933	-	701933	61.1	4.35
(2) Foreign									
a)NRIs-	-	-	-	-	-	-	-	-	-
b) Other-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d)Bank/FI	-	-	-	-	-	-	-	-	-
e) Any	-	-	-	-	-	-	-	-	-
Other. . .	-	-	-	-	-	-	-	-	-
Sub-total	-	-	-	-	-	-	-	-	-
Total Shareholding	651933 3	-	651933 3	56.75	701933 3	-	701933 3	61.1	4.35
B. Public									
1. Institutions									
a) Mutual	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture	-	-	-	-	-	-	-	-	-
f) Insurance	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign	-	-	-	-	-	-	-	-	-
i) Others	-	-	-	-	-	-	-	-	-
Sub-total	-	-	-	-	-	-	-	-	-
2. Non-									
a) Bodies Corp.									
i) Indian	222295	0	222295	19.35	746487	0	746487	6.50	(12.85)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal	758859	0	758859	6.61	592610	0	592610	5.16	(1.45)
ii) Individual shareholders holding nominal	181788 4	0	181788 4	15.83	247136 1	0	247136 1	21.51	9.68
c) Others	-	-	-	-	-	-	-	-	-
Non Residents	300	-	300	0.002	-	-	-	-	(0.002)
Clearing	40005	-	40005	0.35	-	-	-	-	(0.35)
Market Maker	128000	0	128000	1.11	-	-	-	-	(1.11)
Hindu Undivided Family (HUF)	-	-	-	-	657542	-	657542	5.72	5.72
Sub-total (B)(2):-	496800 0	-	496800 0	43.25	446800 0	-	446800 0	38.90	(4.35)
Total Public (B)	496800	-	496800	43.25	446800	-	446800	38.90	(4.35)

C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	11487333	-	11487333	100.00	11487333	-	11487333	100.00	-

(ii) Shareholding of Promoter

S N	Shareholder's Name	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.	Puneet Badkur	1016668	8.85	0	1016668	8.85	0	-
2.	Pradeep Shikharchand Badkur	1260763	10.98	0	1260763	10.98	0	-
3.	Ignatious David Inasu Chittatukarakaran	1473500	12.83	0	1473500	12.83	0	-
4.	Harsh Pradeep	1314236	11.44	0	1814236	15.79	0	4.35
5.	Namrata Badkur	1454166	12.66	0	1454166	12.66	0	-

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Name of the	Shareholding at the		Date of Changes of Shareholding	Increase (+)/ Decrease (-) in Shareholding	Reason	Cumulative Shareholding	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	Harsh Pradeep Badkur	1314236	11.44	31.03.2019			1314236	11.44
				30.08.2019	1,00,000	Buy	1414236	12.31
				13.09.2019	2,00,000	Buy	1614236	14.05
				18.10.2019	2,00,000	Buy	1814236	15.79
				31.03.2020			1814236	15.79

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

Sr. No.	Reason	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	PRINCY DAYAKRISHNA GOYAL				
	At the beginning of the year	-	-	-	-

	Changes during the year (31/05/2019)	Buy	18000	0.16	18000	0.16
	14/06/2019	Sell	(150)	0.00	17850	0.16
	28/06/2019	Buy	50100	0.45	67950	0.59
	05/07/2019	Buy	24077	0.21	92027	0.80
	12/07/2019	Buy	15000	0.13	107027	0.93
	19/07/2019	Buy	50000	0.44	157027	1.37
	30/08/2019	Buy	125499	1.09	282526	2.46
	06/09/2019	Buy	100000	0.87	382526	3.33
	13/09/2020	Buy	2000	0.02	384526	3.35
	29/11/2019	Buy	4850	0.04	389376	3.39
	06/12/2019	Buy	400	0.00	389776	3.39
	At the end of the year		-	-	389776	3.39
2.	FLORENCE SECURITIES PRIVATE LIMITED					
	At the beginning of the year	-	336000	2.93	336000	336000
	Changes during the year	-	-	-	-	-
	At the end of the year	-	336000	2.93	336000	336000
3.	CHARTERED CAPITAL RESEARCH PRIVATE LIMITED					
	At the beginning of the year		286001	2.49	286001	2.49
	Changes during the year		-	-	-	-
	At the end of the year		286001	2.49	286001	2.49
4.	PRATIBHA DAYAKRISHNA GOYAL					
	At the beginning of the year		0	0	0	0
	Changes during the year (30/08/2019)	Buy	50000	0.44	50000	0.44
	06/08/2019	Buy	100000	0.87	150000	1.31
	At the end of the year				150000	1.31
5.	RAJESHWARI MODI					
	At the beginning of the year		120000	1.04	120000	1.04
	Changes during the year		-	-	-	-
	At the end of the year		120000	1.04	120000	1.04
6.	BADRI NARAYAN MODI					
	At the beginning of the year		120000	1.04	120000	1.04
	Changes during the year	-	-	-	-	-
	At the end of the year		120000	1.04	120000	1.04
7.	NIHIR BHOGILAL THAKKAR					
	At the beginning of the year		118000	1.03	118000	1.03
	Changes during the year		-	-	-	-
	At the end of Year		118000	1.03	118000	1.03
8.	DHANNALAL P JAIN					
	At the beginning of the year		0	0	0	0
	Changes during the year (21/06/2019)	Buy	2000	0.02	2000	0.02
	28/06/2019	Buy	48000	0.42	50000	0.44
	05/07/2019	Buy	50000	0.44	100000	0.87
	23/08/2019	Buy	10000	0.09	110000	0.96
	06/12/2019	Buy	4500	0.04	114500	1.00
	At the end of the year	-	-	-	114500	1.00
9.	DHANNALAL PREMCHAND JAIN					
	At the beginning of the year		0	0	0	0
	Changes during the year(05/07/2019)	Buy	100000	0.87	100000	0.87
	23/08/2019	Buy	10000	0.09	110000	0.96

	29/11/2019	Buy	3450	0.03	113450	0.99
	06/12/2019	Buy	650	0.00	114100	0.99
	At the end of the year	-	-	-	114100	0.99
10.	RATNESH CHAND MAHAVIR PRASAD JAIN					
	At the beginning of the year		112010	0.98	112010	0.98
	Changes during the year	-	-	-	-	-
	At the end of the year		112010	0.98	112010	0.98

v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Reason	Shareholding at the beginning of the		Cumulative Shareholding during	
			No. of	% of	No. of	% of
1.	Harsh Pradeep Badkur					
	At the beginning of the year		1,314,236	11.44%	1,314,236	11.44%
	Changes during the year (30/08/2019)	Buy	100,000	0.87%	1,414,236	12.31%
	13/09/2019	Buy	200,000	1.75%	1,614,236	14.05%
	18/10/2019	Buy	200,000	1.75%	1,814,236	15.79%
	At the end of the year		1,314,236	15.79%	1,314,236	15.79%
2.	Namrata Badkur (Resigned from the position of directorship w.e.f 27.01.2020)					
	At the beginning of the year		1,454,166	12.66%	1,454,166	12.66%
	Changes during the year		-	-	1,454,166	12.66%
	At the end of the year		1,454,166	12.66%	1,454,166	12.66%
3.	Pradeep Shikharchand Badkur (Resigned from the position of directorship w.e.f 07.12.2019)					
	At the beginning of the year		1,260,763	10.98%	1,260,763	10.98%
	Changes during the year		-	-	1,260,763	10.98%
	At the end of the year		1,260,763	10.98%	1,260,763	10.98%
4.	Ignatious David Inasu Chittatukaran					
	At the beginning of the year		14,73,500	12.83%	14,73,500	12.83%
	Changes during the year		-	-	14,73,500	12.83%
	At the end of the year		14,73,500	12.83%	14,73,500	12.83%
5.	Puneet Pradeep Badkur					
	At the beginning of the year		10,16,668	8.85	10,16,668	8.85
	Changes during the year		-	-	10,16,668	8.85
	At the end of the year		10,16,668	8.85	10,16,668	8.85

*except as stated above none of the Directors/KMP hold any shares in the Company

V. INDEBTEDNESS

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

	Secured Loans	Unsecured Loans	Deposits	Total
Indebtedness at the beginning of the financial year				
i) Principal Amount	1124.94	-	-	1124.94
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	6.29	-	-	6.29
Total (i+ii+iii)	1131.23	-	-	1131.23

Change in Indebtedness during the financial year				
* Addition	47.85	80.30	-	128.15
* Reduction	121.93	17.15	-	139.08
Net Change	74.08	63.15	-	137.23
Indebtedness at the end of the financial year				
i) Principal Amount	1050.86	63.15	-	1114.01
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	6.32	0.89	-	7.21
Total (i+ii+iii)	1057.18	64.04	-	1121.22

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD	Name of WTD	Total Amount
		Harsh Pradeep Badkur	Ignatious Davis Inasu Chitattukarakaran	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6,80,000	6,48,758	13,28,758
	(b) Value of perquisites u/s	-	-	-
	(c) Profits in lieu of salary	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
5	Others, please specify	-	-	-
	Total (A)	6,80,000	6,48,758	13,28,758
	Ceiling as per the Act	60 Lakhs p.a.		

B. Remuneration to other directors:

S N .	Particulars of Remuneration	Name of Directors								Total Amt
		Mr. Pradeep Badkur ⁽¹⁾	Mrs. Namrata Badkur ⁽²⁾	Mr. Santosh Rajoriya	Mr. Amitabh Luhadia ⁽³⁾	Mr. Parimal Mehta	Mr. Niranjay Choudhar	Mr. Rajnikant Panday ⁽⁴⁾	Mr. Puneet Badkur	
1	Independent Directors	-	-	✓	✓	✓	✓	✓		
	Fee for attending board committee meetings	-	-	-	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-	-	-
	Others,	-	-	-	-	-	-	-	-	-
	Total (1)	-	-	-	-	-	-	-	-	-

2	Other Non-Executive Directors	✓	✓	-	-	-	-	-	-	
	Fee for attending board committee meetings	-	-	-	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-	-	-
	Others (Salary)	-	500000	-	-	-	-	-	649027	1149027
	Total (2)	-	500000	-	-	-	-	-	649027	1149027
	Total (B)=(1+2)	-	500000	-	-	-	-	-	649027	1149027
	Total	-	-	-	-	-	-	-	-	-
	Overall Ceiling as									

(1) He resigned from the post w.e.f. 07.12.2019

(2) She resigned from the post w.e.f. 27.01.2020

(3) He resigned from the post w.e.f. 22.10.2019

(4) He resigned from the post w.e.f. 07.12.2019

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of	Key Managerial Personnel					Total
		Ms. Shweta Nagpal (Company Secretary Compliance Officer) ⁽⁴⁾	Ms. Barkha Deshmukh ⁽²⁾ (Company Secretary and Compliance Officer)	Ms. Roma Bhagtani ⁽¹⁾ (Company Secretary and Compliance Officer)	Mr. Pradeep badkur (CFO) ⁽³⁾	Mr. Puneet Badkur (CFO) ⁽⁵⁾	
1	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	155848	162516	12433	-	-	330797
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission	-	-	-	-	-	-
	- as % of profit	-	-	-	-	-	-

	others, specify...	-	-	-	-	-	-
5	Others, please	-	-	-	-	-	-
	Total	155848	162516	12433			330797

⁽¹⁾Roma Bhagtani resigned from the Post w.e.f. 10/04/2019

⁽²⁾Barkha Deshmukh was for the period from 30/04/2019 upto 12/09/2019

⁽³⁾ Pradeep Badkur resigned from the post w.e.f. 07/12/2019

⁽⁴⁾Shweta Nagpal was appointed w.e.f. 13/11/2019

⁽⁵⁾Puneet Badkur was designated as CFO w.e.f. 07/12/2019

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

**Annexure II
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.

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 transaction under third proviso thereto.

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

Sr. No.	Name(s) of the related party and nature of relationship	Nature of Contracts/ Arrangements/ Transactions	Duration of The Contracts/ Arrangements/ Transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances, if any:	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	-	-	-	-	-	-	-	-

2. Details of contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Name(s) of the related party and nature of relationship	Nature of Contracts/ Arrangements/ Transactions	Duration of The Contracts/ Arrangements/ Transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any:
	(a)	(b)	(c)	(d)	(f)	(g)
1.	Orville Ignatious	Salary	For the financial year 2019-20	5,05,000	Approved by the Board in the Meeting dated 29.05.2019	NA
2.	Jenny Ignatious	Salary	For the financial year 2019-20	4,45,200	Approved by the Board in the Meeting dated 29.05.2019	NA

3.	Trisha Badkur	Salary	For the financial year 2019-20	3,90,000	Approved by the Board in the Meeting dated 29.05.2019	NA
----	---------------	--------	--------------------------------	----------	---	----

For and on behalf of Board of Directors

Place: Mumbai
Date: 02nd September, 2020

Sd/-
Puneet Pradeep Badkur
DIN: 07803209
Director and CFO

Sd/-
Harsh Pradeep badkur
DIN:00676715
Chairman and Managing Director

Annexure-III

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.

Sr. No.	Requirements	Disclosure	
1.	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	Harsh Badkur (Managing Director)	2.58
		Ignatious David Inasu Chittatukarakaran (Whole-time Director)	2.58
		Namrata Badkur (Director)	1.72
		Puneet Pradeep Badkur (Director)	2.37
2.	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	There was an increase in remuneration of 30.79% of Mr. Harsh Bakur (Managing Director and Chairman) and increase of 23.32% of Mr. Puneet Badkur (Director and CFO), except as stated herein above, there was no increase in the remuneration of other directors, CFO, CS during the financial year.	
3.	The percentage increase in the median remuneration of employees in the financial year;	There was an increase of 9.41% in the median remuneration of employees.	
4.	The number of permanent employees on the rolls of company as on 31 st March, 2020	30	
5.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	The increase in Managerial remuneration was because huge responsibility was bestowed upon both the directors, i.e., Mr. Harsh Badkur was designated as Chairman during the year and Mr. Puneet Badkur was designated as CFO during the year.	
6.	Affirmation that the remuneration is as per the remuneration policy of the company	Yes, it is confirmed	

For and on behalf of Board of Directors

**Place: Mumbai
Date: 02nd September, 2020**

**Sd/-
Puneet Pradeep Badkur
DIN: 07803209
Director and CFO**

**Sd/-
Harsh Pradeep badkur
DIN:00676715
Chairman and Managing
Director**

Annexure-IV
FORM 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 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,
Chemtech Industrial Valves Limited,
105, Hiranandani Indl. Estate,
Opp. Kanjur Marg Rly Station,
Mumbai, MH-400078

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Chemtech Industrial Valves Limited** (hereinafter called "the Company"). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliance 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 March 31, 2020 (hereinafter called "period under review") complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (during the period under review not applicable to the company);
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (during the period under review not applicable to the company);
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (during the period under review not applicable to the company);

- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (during the period under review not applicable to the Company);
- (f) 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 (during the period under review not applicable to the Company);
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (during the period under review not applicable to the Company); and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (during the period under review not applicable to the company);

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

- a) Secretarial Standards issued by the Institute of Company Secretaries of India;
- b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review the Company has complied with the provisions of Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except in respect of matters specified below:

1. *Delay in submission of Statement of Investor Compliant for the quarter ended September 30, 2019 pursuant to Reg. 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;*
2. *Delay in submission of Shareholding Pattern for the quarter ended September 30, 2019 pursuant to Reg. 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;*
3. *Delay in submission of Reconciliation of Share Capital Audit Report for the quarter ended September 30, 2019 pursuant to Reg. 76 of the SEBI (Depositories and Participants) Regulations, 2018;*
4. *Delay in submission of Compliance certificate w.r.t. transmission or transposition of securities for the half year ended September 30, 2019 pursuant to Reg. 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;*
5. *Delay in submission of Corporate Governance report for the quarter ended September 30, 2019 pursuant to Reg. 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;*
6. *Delay in submission of compliance certificate related to share transfer to the stock exchange for the half year ended September 30, 2019 as per Reg. 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;*
7. *Delay in submission of voting results of Annual General Meeting held on September 20, 2019 under Reg. 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;*
8. *Disclosure of approval of Financial Statements for the Quarter and year ended March 31, 2019 not made within the prescribed time limit pursuant to Reg. 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;*
9. *Pursuant to Section 197 and other applicable provisions of the Companies Act, 2013, resolution passed in the Board Meeting held on November 13, 2019 in respect of increase in remuneration of Mr. Harsh Badkur, Managing Director of the Company is not filed in form MGT-14 during the period under review. However, the same has been filed under "Companies Fresh Start Scheme (CFSS), 2020";*
10. *Pursuant to Section 179 and 186 of the Companies Act, 2013, resolution passed in the Board Meeting dated November 13, 2019 in respect of grant of loan to a Company within the limits as prescribed under the provisions of the act is not filed in form MGT-14 during the period under review. However, the same*

has been filed under "Companies Fresh Start Scheme (CFSS), 2020".

We further report that:

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

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the Minutes.

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

Note: Due to lockdown under COVID-19, Certification on this Form MR-3 is done on the basis of the documents made available to us in electronic form (i.e. through email) by the Secretarial Team of the Company and such documents will be verified physically after the lockdown is lifted.

**For Agrawal Mundra & Associates,
Company Secretaries
(ICSI Unique Code P2019MP077600)**

**Sd/-
Aditya Agrawal
Partner**

M. No: 57913
CP No: 22030

Place: Indore
Date: August 31, 2020

UDIN: A057913B000640396

Note: 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,
Chemtech Industrial Valves Limited,
105, Hiranandani Indl. Estate,
Opp. Kanjur Marg Rly Station,
Mumbai, MH-400078

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 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 Agrawal Mundra & Associates,
Company Secretaries (ICSI Unique Code P2019MP077600)**

**Sd/-
Aditya Agrawal
Partner**

M. No: 57913
CP No: 22030

Place: Indore
Date: August 31, 2020

UDIN: A057913B000640396

CORPORATE GOVERNANCE REPORT

I. Company's philosophy on Corporate Governance

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

Chemtech Industrial Valves Limited has a strong legacy of fair, transparent and ethical governance practices. The Company recognizes that good governance is a continuing exercise and reiterates its commitment to pursue highest standards of Corporate Governance in the overall interest of all its stakeholders. The Company not only adheres to the prescribed corporate practices as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 but is constantly striving to adopt emerging best practices worldwide. It is our endeavor to achieve higher standards and provide oversight and guidance to management in strategy implementation and risk management and fulfillment of stated goals and objectives.

II. BOARD OF DIRECTORS:

a) Composition of Board:

We believe that our Board needs to have an appropriate mix of executive, non-executive and independent directors to maintain its independence and separate its functions of corporate governance and management. As on March 31, 2020, our Board comprises of 6 Directors; consisting of 3 Executive Directors, including the Chairman and 3 Non- Executive and Independent Directors.

None of the Directors on the Board holds directorships in more than ten public companies. None of the Independent Directors serves as an independent director on more than seven listed entities. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2020 have been made by the Directors. None of the Directors is related to each other except Mr. Harsh badkur, Mrs Namrata badkur (Resigned w.e.f 27.01.2020), Mr. Pradeep badkur (Resigned w.e.f 07.12.2020) and Mr. Puneet Badkur. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

The composition of the Board as on 31st March, 2020 is as under:

Sr. No.	Name of the Director	Category	Directorship and Chairmanship/Membership of Board Committees in other listed/public Limited Indian Companies		
			Director	Committee Member	Committee Chairman
1	Harsh Pradeep Badkur	Chairman and Managing Director	Nil	Nil	Nil
2	Ignatious David Chittatukarakaran Inasu	Whole- Time Director	Nil	Nil	Nil
3	Puneet Pradeep Badkur	Executive Director	Nil	Nil	Nil

4	Niranjay Amritlal Choudhary	Non- Executive and Independent Director	Nil	Nil	Nil
5	Parimal Rameshchandra Mehta	Non- Executive and Independent Director	Nil	Nil	Nil
6	Manisha Yogesh Lakhani	Additional Non-Executive and Independent Director	Nil	Nil	Nil

Number of meetings of the board of directors held and dates on which held, attendance of the Directors at the Board Meeting and last Annual General Meeting, number of other board of directors or committees in which a director is a member or chairperson and Separate Meeting of Independent Director:

In the year 2019-2020, 12 (Twelve) Meetings of the Board were held. The intervening period between two Board meetings was well within the maximum time gap of four months prescribed in Regulation 17 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details of attendance of each Director at the Board Meetings and last Annual General Meeting are as under:

Name of the Director	No. of Board Meetings held	No. of Board Meetings attended	Attendance in last AGM held on September 20, 2019
Pradeep Shikharchand Badkur (Resigned w.e.f. 07.12.2019)	12	7	Yes
Harsh Pradeep Badkur	12	11	Yes
Namrata Pradeep Badkur (Resigned w.e.f. 27.01.2020)	12	9	Yes
Ignatious David Chittatukarakaran Inasu	12	11	Yes
Niranjay Amritlal Choudhary	12	11	No
Rajnikant Hemchandra Panday (Resigned w.e.f. 07.12.2019)	12	2	No
Amitabh Rameshchand Luhadia (Resigned w.e.f. 22.10.2019)	12	2	Yes
Puneet Pradeep Badkur	12	11	Yes
Santosh Rajoriya (Resigned w.e.f.27.01.2020)	12	2	No
Parimal Rameshchandra Mehta	12	5	No
Manisha Yogesh Lakhani (Appointed w.e.f. 22.01.2020)	12	3	No

A separate Meeting of Non Executives Directors of the Company, without the attendance of executives and Non Independent Directors and members of the management was held on 13th March, 2020 and inter alia, the following points were discussed:-

- The performance of Non Independent Directors and Board as a whole.
- The performance of the Chairperson of the Company taking into accounts the views of Executives Directors and Non executives Directors
- The quality, quantity and timeliness of flow of information between the Company management and Board that necessary for the Board to effectively and reasonably perform the duties.

Mr. Niranjay Amritlal Choudhary, Mr. Parimal Rameshchandra Mehta, Ms. Manisha Yogesh Lakhani attended the meeting of the Independent Directors.

b) Number of shares and convertible instruments held by non- executive directors

All the non-executive directors do not hold any equity shares as on 31st March, 2020.
The Company has not issued any convertible instruments.

c) Skills/expertise/competence of the board of directors

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

Sr. No.	Name of the Director	Skills/Expertise
1	Harsh Pradeep Badkur	Global Business, Leadership, Strategic Planning
2	Puneet Pradeep Badkur	Expert in negotiations, cracking deals, financial planning
3	Ignatious David Chittatukarakaran Inasu	Technical expertise, looks after Production & Design related aspects
4	Niranjay Amritlal Choudhary	Industry Knowledge and experience
5	Parimal Rameshchandra Mehta	
6	Manisha Yogesh Lakhani	Goveranance, Legal and Regulatory, Leadership

d) Familiarization Programme for Non-Executive Independent Directors

The company has put in place a familiarization programme for its Non Executive Independent Directors. This programme is aims to provide insights into the company to enable to the Independent Directors in understanding the company business in details and which also facilitates their active participation in the Board matters. The company familiarizes its Independent Directors with their roles, rights, responsibilities in the Company, nature of the Industry in which the Company operates, business model of the company etc., through various programmes. The Independent Directors, from time to time request management to provide detailed understanding of any specific project, activity or process of the company. The management provides such information either at meeting of the Board or otherwise. Upon appointment, the Independent Directors also receive a Letter of Appointment setting the details, the terms of the appointment, duties and responsibilities. The familiarization policy is available on the website of the company www.chemtechindustrialvalves.com

e) Remuneration of Directors:

Non-Executive Directors:

Non-Executive Independent Directors were paid no fees/sitting fees during the f.y. 2019-20.

Executive Directors:

Mr. Harsh Pradeep Badkur (Managing Director and Chairman) was paid Rs. 6.80 lakhs p.a., during the f.y. 2019-20 inclusive of bonus, perquisites, etc. as decided by the board and the committee from time to time,

Mr. Ignatious David Chittatukarakaran Inasu (Whole-time Director) was paid Rs. 6.49 lakhs p.a. during the f.y. 2019-20, inclusive of bonus, perquisites, etc. as decided by the board and the committee from time to time,

Mr. Puneet Badkur (CFO and Director) was paid Rs. 6.49 lakhs p.a. during the f.y. 2019-20, inclusive of bonus, perquisites, etc. as decided by the board and the committee from time to time,

Ms. Namrata Badkur (Director) was paid a remuneration of Rs. 5.00 lakhs p.a., inclusive of bonus, perquisites, etc. as decided by the board and the committee from time to time,

Mr. Pradeep Badkur (Director) was not paid any remuneration during the f.y. 2019-20.

Further, the Remuneration details are mentioned in MGT -9.

f) Detailed reasons for the resignation of Independent Directors who have resigned before the expiry of the term.

Mr. Amitabh Luhadia and Mr. Santosh Rajoriya resigned due to constraints of time and other work commitments, Mr. Rajnikant Pandey resigned due to some personal reasons.

Further, as stated in their resignation letters, there were no material reasons other than those provided by them.

III. Committees of Board:

1. Audit Committee:

The Audit Committee of the Company is constituted in accordance with the provisions of Regulation 18 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 as amended from time to time. The Audit committee consists of three members and is chaired by an Independent Director.

Name	Designation	Position	No of Meeting Held	No of Meeting Attended
Mr. Amitabh Luhadia (resigned w.e.f. 22.10.2019)	Independent Director	Chairperson	5	1
Mr. Harsh Badkur	Managing Director	Member	5	5
Mr. Niranjay Choudhary	Independent Director	Chairperson	5	5
Mr. Santosh Rajoriya (resigned w.e.f. 27.01.2020)	Independent Director	Member	5	3
Ms. Manisha Yogesh Lakhani (appointed w.e.f. 22.01.2020)	Additional Independent Director	Member	5	1

The terms of reference and scope of Audit Committee includes:

- i. To oversee the Company's financial reporting process and disclosure of its financial information.
- ii. To recommend the appointment/removal of Statutory/ fixing of Audit fees and approval of payments.
- iii. To review and discuss with the Auditors on internal control systems and scope of audit, including the observations of the Auditors, adequacy of the internal audit system and major accounting policies.
- iv. To review quarterly, Half-yearly and Annual Financial Statements before submission to the Board of Directors.
- v. Review and monitor the auditor's independence and performance, and effective of the audit process.
- vi. Scrutiny of the inter corporate loans and investments
- vii. Valuation of the undertaking or assets of the company, wherever it is necessary:
- viii. Evaluation of the internal financial controls and risk management systems.
- ix. To review the functioning of the Whistle Blower Policy mechanism.
- x. Discussion with statutory auditors before the audit committee, about the nature and scope of the audit as well as post audit discussion to ascertain any area of concern.

During the year, 5 (Five) Audit Committee meeting were held on 29.05.2019, 13.08.2019, 13.11.2019, 07.12.2019 and 11.02.2020

2. Nomination & Remuneration Committee:

In terms of section 178 of the Companies Act, 2013 & Regulation 19 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination & Remuneration Committee of the Company has been constituted.

The composition of committee is as under:

Name	Designation	Position	No of Meeting Held	No of Meeting Attended
Mr. Amitabh Luhadia (resigned w.e.f. 22.10.2019)	Independent Director	Chairman	4	2
Mr. Rajnikant Panday (resigned w.e.f. 07.12.2019)	Independent Director	Member	4	1
Mr. Niranjay Choudhary	Independent Director	Chairperson	4	2
Mr. Santosh Rajoriya	Independent Director	Member	4	2
Mr. Parimal Mehta	Independent Director	Member	4	2
Ms. Manisha Yogesh Lakhani (appointed w.e.f. 22.01.2020)	Additional Independent Director	Member	4	1

The terms of the reference of the Nomination and Remuneration Committee are as follows:

- To formulate the criteria for determine qualification, positive attribute and independence of a director and recommend to the Board a policy, relating to the remuneration of the Director, Key managerial Personnel and other employees.
- To formulate criteria for the evaluation of the Independent Director and the Board.
- To devise a policy on Board diversity.
- To identify persons who are qualified to become directors and who may be appointed in senior management in accordance the criteria laid down, and recommend to the Board their appointment and their removal.
- To consider and adopt and adhere to the nomination and remuneration policy.

During the year, 4 (Four) meetings were held on 30.04.2019, 14.08.2019, 07.12.2019.and 22.01.2020

The Company has not paid any remuneration or sitting fees to the Non-Executive Directors.

The Company has Nomination and Remuneration Policy, which provides the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees in accordance with the provisions of Section 178 of the Companies Act, 2013.

3. Stakeholders Relationship committee:

In terms of section 178(5) of the Companies Act, 2013 & Regulation 20 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Stakeholders Relationship committee has been constituted

The composition of committee is as under:

Name	Designation	Position	No of Meeting Held	No of Meeting Attended
Mr. Rajnikant Panday (resigned w.e.f. 07.12.2019)	Independent Director	Member	2	1
Mr. Niranjay Choudhary	Independent Director	Chairman	2	2
Mr. Pradeep Badkur (resigned w.e.f. 07.12.2019)	Executive Director	Member	2	1

Mr. Parimal Shikharchand Mehta	Independent Director	Member	2	1
Mr. Puneet Pradeep Badkur	Director	Member	2	1

The committee specifically monitors expeditious redressal of Shareholders & Investor Complaints received from Stock Exchanges, SEBI, ROC, etc. relating to transfer/transmission of shares, non- receipt of Dividends, non-receipt of annual reports, dematerialization of shares and other investor related matter. The Committee also monitors transfer and transmission of shares and split and consolidation of share certificates.

During the year, two meetings of Stakeholders Relationship committee were held on 14/08/19 and 07/12/19.

The Compliance officer of the Company is Ms. Shweta Nagpal, who is also designated as Company Secretary of the company.

During the year, no complaints were received from the shareholders.

IV. Information on General Body Meetings:

The last three annual General Meeting of the Company were held within the Statutory Time period and the details of the same are as under:

Year	Venue of the meeting	Date	Time	Details of Special Resolution passed
2018-19	105 Hiranandani Indl. Estate, Opp. Kanjur Marg Rly Station, Mumbai- 78	20.09.2019	11.00 A.M.	NA
2017-18	105 Hiranandani Indl. Estate, Opp. Kanjur Marg Rly Station, Mumbai- 78	28-09-2018	11.00 A.M.	Appointment of Mr. Santosh Rajaram Rajoriya as an Independent Director of the Company Appointment of Mr. Parimal Rameshchandra Mehta as an Independent Director of the Company Re-appointment of Mr. Amitabh Rameshchand Luhadia as an Independent Director of the Company Re-appointment of Mr. Rajnikant Hemchandra Panday as an Independent Director of the Company Re-Appointment of Mr. Niranjay Amritlal Choudhary as a Independent Director of the Company Re-appointment of Mr. Harsh Pradeep Badkur as a Managing Director of the Company Re-appointment of Mr. Ignatious David Chittatukarakaran Inasu as a Whole-Time Director of the company

2016-17	105 Hiranandani Indl. Estate, Opp. Kanjur Marg Rly Station, Mumbai- 78	29-09-2017	11.00 A.M.	Adoption of New Set of Memorandum of Association under Companies Act, 2013 Adoption of New Set of Articles of Association under Companies Act, 2013 Place of Keeping and Inspection of Registers, Returns, etc
----------------	--	------------	------------	--

No special resolution was passed last year through postal ballot.

V. MEANS OF COMMUNICATION:

- In compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company regularly intimates Unaudited/ Audited Financial Results to the Stock Exchange/s immediately after they are taken on record by the Board of Directors.
- These Financial Results are normally published in Business Standard (English) and Mumbai Lakshadeep(Marathi).
- These Financial Results are available on website of the company www.chemtechvalves.com
- During the year ended on 31st March, 2020, no presentation was made to institutional investors or analyst or any other enterprise.
- A Management Discussion and Analysis Report is a part of this Annual Report.

VI. General Shareholders Information:

1.	Date, Time and Venue of Annual General Meeting	29th September, 2020, Tuesday at 3:00 P.M. through video conferencing, Webcast or other audio visual means
2.	Financial Calendar (tentative)	1 st Quarter Results : 2nd week of August, 2020 Half-Yearly Results : 2nd week of October, 2020 3 rd Quarter Results : 2nd Week of February, 2021 Yearly Results (Audited) : By end of May, 2021
3.	Dates of Book Closure	23 rd September 2020 to 29 th September 2020 (Both days Inclusive)
4.	Scrip ID on BOLT system	CHEMTECH
5.	ISIN No.	INE212P01011
6.	Equity Shares Listed on Stock Exchanges at	BSE Limited (BSE) Exchange Code : 537326
7.	Registered Office	105, Hiranandani Ind. Estate, Opp. Kanjurmarg Railway Station, Mumbai – 400078 Telephone No. +91-2225839500 / 8220 Email: www.chemtechvalves.com Website:- www.chemtechvalves.com
8.	Plant location (Factory)	Chemtech Industrial Valves Ltd Survey No.37, Kondala road, Village Vadavali, Kudus, Taluka Wada, Dist. Palghar – 421312
9.	Registrar and Share Transfer	Bigshare Services Pvt. Ltd.
10.	Share Transfer System	The Company shares are traded in the stock exchange compulsorily in Demat form. The Company’s Registrar and Transfer agent is the common agency to look after Demat share work. The shares lodged for the transfer at the registrar or respective depository are processed and returned to shareholders within the stipulated time.
11.	Address for Correspondence	105, Hiranandani Ind. Estate, Opp. Kanjurmarg Railway Station, Mumbai – 400078 Telephone No. +91-2225839500 / 8220 Email: investors@chemtechvalves.com Website:- www.chemtechvalves.com

12. Market Price Data:

Monthly high and low quotation of shares traded on BSE during the Financial Year 2019-20:

Month	High Price	Low Price	Total number of shares traded
Apr- 19	8.92	8.92	50
May-19	9.36	9	18012
June-19	8.55	6.39	102403
July-19	6.1	5.25	549112
Aug-19	5	4	527199
Sep-19	4.1	4	402000
Oct-19	4.2	4	959
Nov-19	6.95	4.41	20834
Dec-19	6.64	6.02	2421
Jan-20	8.21	6.85	2309
Feb-20	9.93	7.8	9483
Mar-20	9.44	8.94	483100

13. Distribution of Shareholdings as on March 31, 2020

Slab of Shareholding	No. of shareholders	% of shareholders	Total Shares	% of amount
Upto 500	157	44.73	23955	0.2085
501-1000	22	6.27	18061	0.1572
1001-2000	14	3.99	22137	0.1927
2001-3000	6	1.71	16589	0.1444
3001-4000	13	3.70	50914	0.4432
4001-5000	3	0.85	14240	0.124
5001-10000	79	22.51	621942	5.4142
10001 and Above	57	16.24	10719495	93.3158
Total	351	100.00	11487333	100.00

14. Categories of equity shareholding as on March 31, 2020

Category	Number of equity shares held	% of shareholding
Promoters	7019333	61.11
Public	4468000	38.89
Total	11487333	100

15. Dematerialization of shares and liquidity:

The Company's shares are compulsorily traded in dematerialized form on BSE. Equity shares of the Company are fully dematerialized as on March 31, 2020. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE212P01011.

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

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

17. Commodity price risk or foreign exchange risk and hedging activities:

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

VII. Other Disclosures:

- Related party transactions during the year have been disclosed as required under Accounting Standard 19. There are no material related party transactions during the year that have conflict with the interest of the Company. Transactions entered into with related parties during the financial year were in the ordinary course of business and at arms' length basis and were approved by the Audit Committee. The Board's approved policy for related party transactions is uploaded on the website of the Company.
- There were no instances of penalties, strictures imposed on the Company by stock exchanges, SEBI, or any statutory authority, on any matter related to the capital markets during the year except as given below:
 - Regulation 13(3) of the SEBI (LODR) Regulations, 2015, there was a delay in submission of Investor Compliant for the quarter ended September 2019, the penalty of Rs. 11,800/- was levied by the Stock Exchange and the same was paid by the company, the default was made good.
 - Regulation 31 of the SEBI (LODR) Regulations, 2015, there was a delay in submission of Shareholding Pattern for the quarter ended September 2019, they penalty of Rs. 23,600/- was levied by the Stock Exchange and the same was paid by the company, the default was made good.
 - Regulations 27 (2) of the SEBI (LODR) Regulations, 2015, there was a of delay in submission of Corporate Governance report for the quarter ended September 2019, the penalty of Rs. 37,760/- was levied by the Stock Exchange and the same is pending before the appropriate forum for consideration as the delay was due to technical glitch and is not attributable to the listed entity, also default was made good.
- The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behavior. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company.
- Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:
The Company has duly complied with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 except there were some delays in reporting, which are already disclosed above and in the director's report.
- No director or employee of the company will utilize bribery or corruption in conducting the Company's business
- All Directors and Senior Management shall comply with the Insider Trading Regulations as laid down by SEBI and the Company.
- The Directors and Senior Management entrusted with property belonging to the Company are responsible for the careful use, protection, expenditure and administration of such assets.
- Directors must maintain the confidentiality of information entrusted to them by the Company and any other confidential information about the Company.
- Directors / Senior Management must comply, and oversee compliance by employees, officers and other directors, with laws, rules and regulations applicable to the Company.

- Directors / Senior Management should promote ethical behavior and take steps to encourage employees to talk to Supervisors, Managers and other Appropriate Personnel when in doubt about the best course of action in a particular situation.
- Directors should communicate any suspected violations of this Code promptly to the Chairman of the Audit Committee.
- A certificate has been received from Agrawal Mundra and Associates, Practising Company Secretaries, that none of the Directors on the Board of the Company has 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 statutory authority.
- M/s Raju & Prasad, Chartered Accountants (Firm Registration No. 003475S) have been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, on consolidated basis is given below:

Particulars	Amount
Audit fees	130000
Tax Audit	30000
Other matters	48500

- Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
 - a. number of complaints filed during the financial year: None
 - b. number of complaints disposed of during the financial year: None
 - c. number of complaints pending as on end of the financial year: None
- Discretionary requirements (In pursuance Schedule II Part E of the SEBI Listing Regulations)
Office of the Chairman:
Your Company maintain the office of the Chairman at 105, Hiranandani Ind.Estate, Opp. Kanjurmarg Railway Station, Mumbai – 400078.

Place: Mumbai
Limited
Date: 02nd September, 2020

For and on behalf of the Board of Director
Chemtech Industrial Valves

sd/-
Harsh Pradeep Badkur
DIN- 00676715
(Chairman and Managing Director)

ANNEXURE TO CORPORATE GOVERNANCE REPORT
Declaration regarding affirmation of Code of Conduct

In terms of requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare and certify that all the Board members and senior management personnel of Chemtech Industrial Valves Limited have affirmed compliance with the code of conduct adopted by the Company for the year 2019-20.

Place: Mumbai
Limited
Date: 02nd September, 2020

For and on behalf of the Board of Director
Chemtech Industrial Valves

sd/-
Harsh Pradeep Badkur
DIN- 00676715
(Chairman and Managing Director)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Chemtech Industrial Valves Limited
105, Hiranandani Industrial Estate,
Opp. Kanjur Marg Railway Station,
Mumbai, Maharashtra, 400078

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Chemtech Industrial Valves Limited** having CIN **L29299MH1997PLC105108** and having registered office at **105, Hiranandani Industrial Estate, Opp. Kanjur Marg Railway Station, Mumbai, Maharashtra, 400078** (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, 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 Director	DIN	Date of appointment in the Company*
1.	Mr. Harsh Pradeep Badkur	00676715	30/09/2010
2.	Mr. Ignatious David Inasu Chittatukarakaran	01750827	15/01/1997
3.	Mr. Niranjay Amritlal Choudhary	01891472	08/08/2013
4.	Mr. Parimal Rameshchandra Mehta	02451028	21/03/2018
5.	Mr. Puneet Pradeep Badkur	07803209	05/05/2017
6.	Ms. Manisha Yogesh Lakhani	08672773	22/01/2020

*The date of appointment is as per the MCA Portal.

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

For, **Agrawal Mundra & Associates**
Company Secretaries (ICSI Unique Code P2019MP077600)

CS Aditya Agrawal
Partner
M. No. 57913
CP No. 22030

Place: Indore
Date: July 22, 2020
UDIN: A057913B000489575

CEO and CFO COMPLIANCE CERTIFICATE

To,
The Board of Directors,
Chemtech Industrial Valves Limited,
Mumbai - 400078 IN

I, hereby certify that:

- A. We have reviewed the Audited Financial Statements and the Cash Flow Statement of the Company for the Quarter and Year ended 31st March, 2020 and to best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. We further certify that to best of our knowledge and belief, no transactions entered into by the listed entity during the year were fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee
- (1) significant changes in internal control over financial reporting during the year;
 - (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (3) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

For and on behalf of Board of Directors

Place: Mumbai
Date: 02nd September, 2020

Sd/-
Puneet Pradeep Badkur
DIN: 07803209
Director and CFO

Sd/-
Harsh Pradeep Badkur
DIN:00676715
Chairman and Managing
Director

Annexure-V
Auditor's Certificate on Corporate Governance

To,
The Members
Chemtech Industrial valves Limited

We have examined the compliance of conditions of Corporate Governance by Chemtech Industrial Valves Limited for the year ended March 31, 2020 stipulated in Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the company for ensuring compliance with the conditions of the Corporate Governance as stipulated in said Clause. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has fully complied with all the mandatory conditions of Corporate Governance a stipulated in Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended on 31st March, 2020 except as disclosed in the Corporate Governance Report submitted by the management of the Company which is a part of this Annual Report.

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

For Raju & Prasad
Chartered Accountants
Firm Reg. No. 003475S

Place: Mumbai
Date: 31st August, 2020

Sd/
Avinash T Jain
Mem No. 041689
UDIN:20041689AAAAYU2515

MANAGEMENT DISCUSSION & ANALYSIS

1. **Industry Structure and Development:**

A valve is a device that regulates and controls the flow of a fluid. Valves are used to control or divert the flow of liquids, gases, slurries, dry material or steam in all types of industries. They are also used to control or isolate the rate of flow volume, pressure, direction or a combination of these parameters. There are only two known ways of controlling the flow of liquids and gases, and all valves.

According to the recently published report by Tech Sci Research, "India Industrial Valves Market Forecast & Opportunities, 2020", India's industrial valves market is largely dominated by organized manufacturers and is expected to witness double digit growth at a CAGR of 13% during the forecast period. Over the past two decades, many of the leading global valve manufacturers have identified India as a high potential market for valves and thus entered the market. Leveraging their expertise and technical know-how, these players have been able to identify the potential applications of valves in various industrial applications and process industries. Indian valve industry has come a long way from making simple valves to producing a wide range of sophisticated precision valves. The demand for valves is witnessing growth in almost all areas. All core sectors of industry require various types of valves for expansion of capacities, de-bottlenecking or routine maintenance and repairs of plants.

2. **Opportunities & Threat:**

i. **Fully Integrated Manufacturing Facility:**

Our manufacturing facility is fully integrated and self-sufficient. The raw materials and consumables are readily available. Further, all other utilities like fuel, power and human resources have posed no hurdle till date. All the equipment required for manufacturing the products are in place.

ii. **Experienced Management team:**

Our Company is managed by a team of professionals led by Chairman, Mr. Harsh Pradeep Badkur, who has over a decade of experience in this business. We believe our growth strategy in combination with management's demonstrated ability to consistently meet the customers' high expectations for quality and reliability, serves as a foundation for future revenue growth and stable operating profit. The promoter and Senior Management team of our Company has significant industry experience and has been instrumental in the consistent growth of our Company's performance.

iii. **Continuous focus on developing novel and innovative products:**

For any company, innovation and technical progress are key factors for its success in the long term. Our Company constantly encourages its people to innovate and develop new products for catering to demands of our customers. We are in constant touch with our clients in order to assess their requirements for increasing their process efficiency. This has helped our Company to become a Solution Provider and not just a manufacturing concern.

iv. **Strong Customer-Base:**

We have long-standing relationships with our customers for whom we have executed repeat orders over an extended period of time, which we believe have been established and are strengthened by the dedicated infrastructure and our ability to meet Clients' requirements for customized products. Our customers include leading steel plants, government companies, engineering companies and EPC contractors.

In order to strengthen our relationship with our customers, we have appointed authorized representatives/ channel partners of the company at most of our major client/consultant locations for handling day to day activities at their respective location. We also have representatives at various major cities. These representatives channel partners are responsible to generate business from their respective geographical region, liaising with existing customers, solving their queries and providing after sales service to the client. All the activities are taken place in close co-ordination with the client. Necessary technical help is provided to our representatives for conducting business on our behalf.

v. **Technical expertise and vast industry experience:**

All our Promoters are experienced in our line of business. Further we have employed professionals having technical and commercial backgrounds. Our Company feels that the strength of any successful organization lies

in both, the experience and guidance of its team leaders and the efficiency and technical capability of the staff. A lot of care has been taken in choosing the right people for right job.

vi. Quality Assurance and Standards:

Our company believes in imbining stringent quality standards in all our processes and products. Our company has been accredited with ISO 9001-2008 certification. Our company is dedicated towards quality of our products, processes and inputs. We adhere to quality standards as prescribed by our customers, which enable us to maintain our brand image in the market.

3. Segment wise performance

The Operation of the Company predominantly relates in two business segmenis i.e. "Manufacturing of Industrial Valves" and "Trading of various items for project sales". Business segments have been identified as separable primary segment in accordance with Indian Accounting Standard 108" Operating Segments" as prescribed under Companies (Accounting Standards)Rules, 2006, taking into menu the organizational and internal reporting structure as well as evaluation of risks and returns or these segments. The performances of both segments are well-tuned and your management is confident about achieving better performance for coming financial years.

4. Future Outlook:

The Indian Economy is unstable but showing signs of revival in near future. The demand for valves is witnessing growth in almost all areas. All core sectors of industry require various types of valves for expansion of capacities, de-bottlenecking or routine maintenance and repairs of plants for which Valves will be very productive.

The COVID-19 pandemic is a worldwide crisis and has meant that the economies will have to operate alongside the disease, now as the attention has started shifting from lockdown to safe reopening. Accordingly, Company is taking effective steps to improve operational efficiency. India's stable macroeconomic environment and strong growth outlook stand out relative to other emerging markets. With India's ever-growing requirements and addition planned by the Government through various initiatives, there exists substantial opportunity for future growth as the Company's products are geared up for the requirements. However, trade tensions & COVID-19 Pandemic among major economies impacted global growth prospects and has larger concerns on slowing down of world trade. The uncertainties associated with the pandemic COVID-19 may have adverse impact on the demand and supply chain in the short-term and the Company is working to minimise the impact of such aberrations to sustain the operations and identify new opportunities to grow. Accordingly, the company is executing the strategies to mitigate the impact of slowdown of trade.

5. Internal Control Systems & Their Adequacy:

Your Company has a sound internal control system commensurate with its size. Internal Audit reports are discussed by the professionals & member of audit committee & suitable corrective actions as suggested are adopted by the management. We have always believed that transparency, systems and controls are important factors in the success and growth of any organization.

6. Discussion on financial performance with respect to operational performance

The financial performance is mentioned herein under:

PARTICULARS	31 st March, 2020	31 st March 2019
Sales & Other Income	1979.72	1687.35
Profit before Interest & Tax	327.52	253.27
Less: Depreciation	101.16	106.04
Less: Finance Charges	132.06	146.49
Profit/(Loss) before Taxation	94.30	0.74
Less: Provision for Taxation	(2.83)	(22.57)
Net Profit/(Loss) after taxation	97.13	23.31

7. Material Development on Human Resources / Industrial Relations:

The biggest strength of the Company has always been its people. Only with their participation we have managed to achieve a healthy work culture, transparency in working, fair business practice and a passion for efficiency. The Company follows a unique, home grown philosophy of allowing people to set their own targets and give them the freedom to achieve: 'I can'. This philosophy has spread across all our employees and has been a constant source of motivation for our people. Further, to enhance their skills and enrich their experience, the Company provides continuous training. This includes workshops, courses, seminars and visit to the Company's plants. Of late, we have also started in-house conferences for various disciplines. Employees from all our offices are invited to participate. It is a useful forum for sharing experiences, ideas, innovations and developmental work undertaken in their respective work places. From the beginning, we have followed a progressive policy of taking keen interest in the well-being and progress of our people. All of this, we believe, has nurtured a strong sense of belonging among our people. During the year under review, Industrial Relations were cordial.

8. Cautionary Statement:

Statement in the Management discussion & analysis describing the Company's objectives, projections, estimates & exceptions may be "forward looking statements" within the meaning of applicable securities laws & regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operations include economic conditions affecting demand/ supply and price conditions in the domestic & overseas markets in which the Company operates & changes in the Government regulations, tax laws & other statutes & other incidental factors.

For and on behalf of Board of Directors

Place: Mumbai
Date: 02nd September, 2020

Sd/-
Puneet Pradeep Badkur
DIN: 07803209
Director and CFO

Sd/-
Harsh Pradeep Badkur
DIN:00676715
Chairman and Managing
Director

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF CHEMTECH INDUSTRIAL VALVES LIMITED

Report on the Ind AS financial statements

Opinion

We have audited the accompanying Ind AS financial statements of **CHEMTECH INDUSTRIAL VALVES LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss, the Cash Flow Statement, the Statement of Changes in Equity and notes to financial statements including a summary of the significant accounting policies and other explanatory information for the year then ended.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its Profit, changes in equity and its Cash Flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

This section of our auditors' report is intended to describe the matters selected from those communicated with those charged with governance that, in our professional judgment, were of most significance in our audit of the financial statements.

a) Revenue recognition (IND AS 115)

The application of the new standard on recognition of revenue involves significant judgment and estimates made by the management which includes identification of performance obligations contained in contracts, determination of the most appropriate method or recognition of revenue relating to the identified performance obligations, assessment of transaction price and allocation of the assessed price to the individual performance obligations. Audit procedure involved review of the company's IND AS 115 implementation process and key judgments made by management, evaluation of customer contracts in light of IND AS 115 on sample basis and comparison of the same with management's evaluation and assessment of design and operating effectiveness of internal controls relating to revenue recognition.

Based on the procedures performed, it is concluded that management's judgments with respect to recognition and measurement of revenue in light of IND AS 115 is appropriate.

Emphasis of Matter

Attention is drawn to Contingent Liability shown as a foot note to the Annual Financial Results, wherein company has shares of, Fixed deposit of and current account with CKP Bank amounting to Rs. 5,37,500, Rs. 1,30,147 and Rs. 5,10,886 respectively. CKP bank's license is withdrawn by RBI and RBI has declared that Rs. 5,00,000/- will be confirm given to depositors and remaining amount will be given to deposit holders and shareholders if reserves are available.

It is Still recorded as an asset in financials, which will be reversed as and when confirmation comes from RBI about nonpayment to depositors and shareholders.

Responsibility of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these (Standalone) Ind AS financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibility

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, 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.
2. A) As required by Section 143 (3 the Act,) of 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 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**”.
- (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 Ind AS financial statements-refer Notes 34.1 to the Ind AS financial statements.
 - ii. The Company has long term contract but, does not have any derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transfer, to the Investor Education and Protection Fund by the Company during the year ended 31.03.2020.

B) With respect to the matter to be included in the Auditors’ Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For Raju& Prasad
Chartered Accountants
FRN No. : 003475S
Sd/-
Avinash T Jain
Partner
Membership No.:-041689
UDIN : 20041689AAAARK5693

Place : Mumbai
Date : 29/06/2020

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

Referred to in Paragraph 1 under the heading "Report on other legal and regulatory requirements" of our Independent Auditor's Report of even date to the members of **CHEMTECH INDUSTRIAL VALVES LIMITED** On the Ind AS financial statements as of and for the year ended 31.03.2020,

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As explained to us fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
- (c) According to information and explanations given to us and on the basis of our examination of records the title deeds of immovable properties are held in the name of the company.
- (ii) The management has conducted the physical verification of inventory at reasonable intervals and no material discrepancies have noticed on physical verification of the inventory as compared to books records.
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, the company has not granted loans, guarantees and security covered u/s 185 and 186 the investment made by the company is in compliance with the provisions of section 186 of the Companies Act, 2013.
- (v) The Company has not accepted any deposits from the public and hence 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 Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) We have broadly reviewed the accounts and records maintained by the Company in respect of products where, pursuant to the rules made by the Central Government of India, the maintenance of cost records has been prescribed under sub-section (1) of section 148 of the Act, and are of the Opinion, that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues, wherever applicable, and any other applicable statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2020 for a period of more than six months from the date on when they become payable except the following:

STATUTES	NATURE OF DUES	AMOUNT (Rs.)	PERIOD	DUE DATE	DATE OF PAYMENT
Sales tax	Deferment Installment	36,22,791	1999-00 to 2004-05.	Annual installments	Outstanding

- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute

except as mentioned below:

<i>Sr. No.</i>	<i>Name of Statute</i>	<i>Nature of Dues</i>	<i>Forum where Dispute is pending</i>	<i>Financial Year</i>	<i>Amount in Rs.</i>
1	Central Sales tax	CST	Comm. of sales Tax	2006-07	2,70,979
2	Central Sales tax	CST	Comm. of sales Tax	2009-10	42,59,201
3	Income tax	IT	Income tax officer	2011-12	34,350

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of Loans or borrowing to financial institution and to banks. The Company did not have any outstanding loans or borrowings from financial institution or government and there are no dues to debenture holders during the year.
- (ix) The company has not raised moneys by way of initial public offer or further public offer including debt instruments during the year. Further the term loan taken during the year was applied for the purpose for which it is raised.
- (x) During the course of our examination of the books and records of the company, carried in accordance with auditing standard generally accepted in India, we have neither come across any instance of fraud on the Company by its officers or employees noticed or reported during the course of our audit nor have we been informed of any such instance by the management.
- (xi) As explained to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- (xiii) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.
- (xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.
- (xvi) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

For Raju& Prasad
Chartered Accountants

FRN No. : 003475S

Sd/-

Avinash T Jain

Partner

Membership No.:-041689

UDIN : 20041689AAAARK5693

Place : Mumbai

Date : 29/06/2020

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") of even date on the Standalone Ind AS financial statements of CHEMTECH INDUSTRIAL VALVES LIMITED

Opinion

We have audited the internal financial controls over financial reporting of **CHEMTECH INDUSTRIAL VALVES LIMITED** ("the Company") as of March 31, 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 issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind AS 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 Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS 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 or for other reasons.

Opinion

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

For Raju& Prasad

Chartered Accountants

FRN No. : 003475S

Sd/-

Avinash T Jain

Partner

Membership No.: 041689

UDIN : 20041689AAAARK5693

Place : Mumbai

Date : 29/06/2020

CHEMTECH INDUSTRIAL VALVES LIMITED
CIN: L29299MH1997PLC105108
BALANCE SHEET AS AT 31ST MARCH 2020

Amount in Rs.

(Rounded off to nearest 100)

Particulars	Notes	Balances as at 31st March 2020(IND AS)	Balances as at 31st March 2019(IND AS)
I ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	2	129,987,800	139,440,000
(b) Capital work-in-progress	2	542,000	
(c) Investment property			
(d) Goodwill			
(e) Other Intangible assets	2	571,600	707,500
(f) Intangible assets under development			
(g) Biological Assets other than bearer plants			
(h) Financial Assets			
i) Investments	3	537,800	537,800
ii) Trade receivables	4	19,771,000	31,157,800
iii) Loans	5	337,300	337,300
iv) Others (to be specified)	6	1,531,000	586,000
(i) Deferred tax assets(net)			
(j) Other non-current assets	7	4,261,600	21,600
		157,540,100	172,788,000
2 Current Assets			
(a) Inventories	8	42,667,900	31,956,100
(b) Financial Assets			
i) Investments			
ii) Trade receivables	9	24,909,100	33,445,100
iii) Cash and cash equivalents	10	12,094,100	4,852,600
iv) Bank balances other than (iii) above			
v) Loans	11	3,357,900	766,300
vi) Others			
(c) Current Tax Assets (Net)			
(d) Other current assets	12	2,664,500	2,572,300
		85,693,500	73,592,400
Total Assets		243,233,600	246,380,400
II EQUITY AND LIABILITIES			
1 Equity			
(a) Share capital	13	114,873,300	114,873,300
(b) Other equity	14	(25,396,800)	(35,479,400)
		89,476,500	79,393,900
LIABILITIES			
2 Non-Current Liabilities			
(a) Financial liabilities			
i) Borrowings	15	84,433,400	86,062,700
ii) Trade payables	16	2,158,600	2,536,600
iii) Other financial liabilities			
(b) Provisions	17	1,207,200	885,000
(c) Deferred tax liabilities (Net)	18	6,853,800	7,519,400

(d) Other non-current liabilities	19	105,200	105,200
		94,758,200	97,108,900
3 Current liabilities			
(a) Financial liabilities			
i) Borrowings	20	14,808,800	10,450,200
ii) Trade payables	21	24,184,800	30,795,600
iii) Other financial liabilities	22	13,782,900	18,088,100
(b) Other current liabilities	23	5,897,400	10,221,400
(c) Provisions	24	325,000	322,300
(d) Current tax liabilities(Net)			
		58,998,900	69,877,600
Total Equity and Liabilities		243,233,600	246,380,400

As per our report of even date annexed

For Raju & Prasad

Chartered Accountants

FRN - 003475S

Sd/-

(Avinash. T. Jain)

Partner

Membership No.: 041689

Place : Mumbai

Date : 29/06/2020

Sd/-

Harsh P. Badkur

(Managing Director)

DIN: 00676715

For and on Behalf of the Board of
Directors

Sd/-

Puneet P. Badkur

(Director &
CFO)

DIN: 07803209

Sd/-

Shweta Nagpal

(Company
Secretary)

CHEMTECH INDUSTRIAL VALVES PVT LTD
CIN: U45200MH2008PTC180540
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020
Amount in Rs.

	Particulars	Notes	Year ended 31-March-2020	Year ended 31-March-2019
I.	Revenue from operations	25	195,563,710	166,690,313
II.	Other income	26	2,408,220	2,045,115
III.	Total Revenue (I + II)		197,971,930	168,735,427
IV.	Expenses:			
	Cost of materials consumed	27	127,024,856	50,238,527
	Purchases of Stock-in-Trade	28	349,720	70,837,119
	Changes in inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	29	(10,792,657)	(7,428,452)
	Employee benefits expense	30	14,911,933	13,952,833
	Other Expenses	31	33,726,874	15,807,393
	Finance costs	32	13,205,673	14,649,520
	Depreciation and amortization expense	2	10,115,586	10,604,227
	Total expenses		188,541,985	168,661,167
V.	Profit/(loss) before exceptional items and tax (I- IV) (III-IV)		9,429,945	74,260
VI.	Exceptional Items		-	-
VI I.	Profit/(loss) before tax (V-VI)		9,429,945	74,260
VI I.	Tax expense:			
	Current tax		-	-
	Short provision for tax		-	-
	Deferred Tax		(283,204)	(2,256,589)
IX.	Profit (Loss) for the period from continuing operations (VII-VIII)		9,713,149	2,330,849
X.	Profit/(loss) from discontinued operations		-	-
XI.	Tax expense of discontinued operations		-	-
XI I.	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XI II.	Profit/(loss) for the period (IX+XII)	-	9,713,149	2,330,849
XI V.	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(a) Remeasurement of Defined Benefit scheme		-	-
	(i) Income tax relating to items that will not be reclassified to profit or loss		-	-
	(b) gains and losses from investments in equity instruments designated at fair value through other comprehensive income		-	-
	(i) Income tax relating to items that will not be reclassified to profit or loss		-	-
	Total		-	-

	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Total		-	-
X V.	Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		9,713,149	2,330,849
X VI .	Earnings per equity share (for continuing operation):	33		
(i)	Basic		0.85	0.20
(ii)	Diluted		0.85	0.20
X VI I.	Earnings per equity share (for discontinued & continuing operation):			
(i)			0.85	0.20
(ii)	Diluted		0.85	0.20

As per our report of even date annexed

For Raju & Prasad

Chartered Accountants

FRN - 003475S

Sd/-

(Avinash. T. Jain)

Partner

Membership No.: 041689

Place : Mumbai

Date : 29/06/2020

Sd.-

Harsh P. Badkur

(Managing Director)

DIN: 00676715

For and on Behalf of the Board of Directors

Sd/-

Puneet P. Badkur

(Director & CFO)

DIN: 07803209

Sd/-

Shweta Nagpal

(Company Secretary)

CHEMTECH INDUSTRIAL VALVES LIMITED
Cash Flow Statement for the Year ended 31st March, 2020

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
A. Cash flow from operating activities		
Net Profit / (Loss) before tax	9,429,945	74,258
<u>Adjustments for:</u>	-	
Depreciation and amortization	10,115,586	10,604,227
Finance costs	13,205,673	14,649,520
Provision for Gratuity	325,022	35,833
Profit on sale of Machinery	-	-
Foreign Exchange Fluctuation	-	-
Sundry Balance written off	-	-
Interest Received	(335,993)	(1,021,580)
Dividend income	(38)	(38)
Loan Processing Fee	(12,927)	71,693
Operating Profit before Working capital changes	32,727,267	24,413,913
Adjusted for:		
Inventories	(10,711,868)	(9,234,319)
Trade receivables	19,922,697	(266,703)
Long Term Loans & Advances	-	25,290
Other Non-current Assets	(5,185,052)	1,442,183
Short-term loans and advances	(2,591,643)	(392,350)
Other current assets	(92,146)	2,695,334
Long Term Provision	-	-
Other Non-current Liability	-	(256,723)
Short Term Provision	-	-
Trade payables	(6,988,756)	10,168,298
Other current liabilities	(8,629,319)	(4,675,308)
Cash Generated from Operations	18,451,180	23,919,616
Taxes paid	-	-
Net Cash Generated from Operations	18,451,180	23,919,616
B. Cash flow from investing activities		
Purchase of Fixed assets	(1,069,410)	(1,711,367)
Sale of Fixed assets	-	-
Interest Received	335,993	1,021,580
Dividend received	38	38
Net cash used in investing activities:	(733,379)	(689,749)
C. Cash flow from financing activities		
Proceeds from long-term borrowings (net of repayment)	(1,629,203)	(7,988,119.53)
Proceeds from other short-term borrowings	4,358,617	(2,590,148.22)
Finance cost	(13,205,673)	(14,649,519.59)
Net cash used in financing activities	(10,476,259)	(25,227,787)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	7,241,541.33	(1,997,920)
Cash and cash equivalents at the beginning of the year	4,852,556	6,850,478
Cash and cash equivalents at the end of the year	12,094,097	4,852,556
CLOSING BALANCE OF CASH AND CASH EQUIVALENTS		
(i) Cash in Hand	1,464,033	1,607,949
(ii) Balances with Banks	10,630,066	3,244,607
TOTAL	12,094,099	4,852,556

Notes:

1) The Cash Flow statement has been prepared under the 'Indirect Method ' as set out in the **Ind AS-7 " Statement of Cash Flow"** and notified in Companies (accounting standards) rules,2006 (as amended)

2) Figure in brackets indicates cash outflow.

3) Previous year figures have been regrouped/rearranged wherever necessary.

As per our report of even date.

As per our report of even date annexed

For Raju & Prasad

Chartered Accountants

FRN - 003475S

Sd/-

(Avinash. T. Jain)

Partner

Membership No.: 041689

Place : Mumbai

Date : 29/06/2020

Sd/-

Harsh P. Badkur

**(Managing
Director)**

DIN: 00676715

For and on Behalf of the Board of Directors

Sd/-

Puneet P. Badkur

(Director & CFO)

DIN: 07803209

Sd/-

Shweta Nagpal

(Company Secretary)

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

i. Basis of Preparation

Ministry of Corporate affairs notified roadmap to implement Indian accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended thereafter. As per the said roadmap, the Company is required to apply Ind AS starting from financial year beginning on or after April 1, 2016.

For all periods up to and including the year ended March 31, 2016, the Company prepared its financial statements in accordance with the Accounting Standards notified under the Section 133 of the Companies Act, 2013 read together with Companies (Accounts) Rules 2014 (Indian GAAP). These financial statements for the year ended March 31, 2017 are the first the Company has prepared in accordance with Ind AS.

ii. Current versus Non-Current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

iii. Fair value measurement

The Company measures financial instruments, such as, Mutual funds at fair value at each balance sheet date.

iv. Use of Estimates

- a) The preparation of financial statements in accordance with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities as on the date of financial statements, disclosures of contingent liabilities and the reported amounts of revenues and expenses for the year. Actual results could differ from these estimates. Any revision to such accounting estimates is recognized in the accounting period in which such revision takes place.
- b) These financial statements have been prepared in accordance with accounting standards prescribed under section 133 of the Companies Act, 2013(the Act), Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and other relevant provisions of the Act.

- c) All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle, and other criteria set out in the Schedule – III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current / non-current classification of assets and liabilities.
- d) Accounting policies not specifically referred to otherwise are consistent with the generally accepted accounting principles followed by the Company.
- e) The preparation of financial statements requires estimates and assumption to be made that effect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period .The Difference between the actual and estimate are recognized in the period in which results are known/materialized.

I. TANGIBLE FIXED ASSETS AND DEPRECIATION

- a) Tangible Fixed Assets are stated at cost of acquisition or construction except assets which has been revalued, at its revalued amount, less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Temporary constructions/alterations are charged off to Profit and Loss Account.
- b) Depreciation has been provided as under:
 - (i) For assets existing on 1st April 2014 the carrying amount will be amortized over the remaining useful lives on straight line method as prescribed in the schedule II of the Companies Act, 2013.
 - (ii) For the assets added after the 1st April 2014 :- On straight line method at the useful standard Lives prescribed in Schedule II to the Companies Act, 2013.
 - (iii) On the revalued assets the additional charge of depreciation on account of revaluation is withdrawn from revaluation reserve and credited to the retained surplus/deficit in profit and loss.
 - (iv) Deprecation on assets sold during the year is provided on pro-rata basis.

II. INTANGIBLE ASSETS AND AMORTISATION

- a) Intangible Assets are stated at acquisition of cost, net of accumulated amortization and accumulated impairment losses, if any.
- b) Intangible assets include Cost of software capitalized is amortized over a period of 5 years.

III. IMPAIRMENT OF ASSETS

Assessment is done at each Balance Sheet date as to whether there is any indication that a tangible asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of asset that generates cash inflows from continuing use that are largely independent of the cash inflow from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made.

Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an assets and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.

IV. BORROWING COST

Borrowing Costs attributable to acquisition and construction of qualifying assets are capitalized as a part of the cost of such assets up to the date when such assets are ready for its intended use.

Other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

V. INVENTORIES

Raw materials, components, stores and spares, and packing material are valued at lower of cost or net reliable value. However, these items are considered to be realizable at cost if the finished products, in which they will be used, are expected to be sold at or above cost. Cost of inventories is computed on a weighted-average basis.

Work-in-progress, finished goods and Stock-in-trade are valued at lower of cost or net realizable value. Cost of Finished goods and work-in-progress comprises raw material, direct labour, other direct costs and other related production overheads upto the stage of bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business less estimated cost necessary to make the sales.

VI. TRANSLATION OF FOREIGN CURRENCY ITEMS

Transactions in foreign currency are recorded at the rate of exchange prevailing on the date of transaction. Foreign currency monetary assets and liabilities are converted in Indian currency at the rate of exchange prevailing at the end of the year. Resultant gain or loss is recognized in the statement of profit and loss for the year.

VII. REVENUE RECOGNITION

- a) Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and can be reliably measured.
- b) Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment. Amounts disclosed as revenue are inclusive of excise duty and net of returns, rebates, Value added taxes and amounts collected on behalf of third parties.
- c) Interest Income is recognized on a time proportion basis taking into account the amount outstanding and applicable interest rate.
- d) Dividend income on investments is accounted for when the right to receive the payment is established.

VIII. RETIREMENT AND OTHER EMPLOYEE BENEFITS

(a) Defined Contribution Plan

The Company makes defined contribution to Government Employee Provident Fund, which are recognized in the Statement of Profit and Loss on accrual basis. The company has no further obligation beyond its contribution.No figurative disclosures available

(b) Defined Benefit Plan

- i) The Company's liabilities under Payment of Gratuity Act are determined on the basis of actuarial valuation made at the end of each financial year using the projected unit

credit method. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss as income or expenses. Obligation is measured at the present value of estimated future cash flow using a discounted rate that is determined by reference to market yields at the Balance Sheet date on Government bonds where the terms of the Government bonds are consistent with the estimated terms of the defined benefit obligation. No figurative disclosures available

- ii) **Leave Salary:** Leave Salary for accumulated compensated absences that are expected to be availed or encashed by eligible employees within 12 months from the end of the year are treated as short term employees benefits, which is provided at the expected cost. No figurative disclosures available.

IX. TAXATION

Tax expense for the period, comprising Current tax and Deferred Tax are included in the determination of net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in India.

Deferred Tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets on unabsorbed carry forward losses are recognized only upon definite virtual certainty of future taxable income is available and not otherwise.

Deferred Tax assets and liabilities are measured using the tax rates and tax laws that have been enacted and substantively enacted by the Balance Sheet date. At each Balance Sheet date, the company re-assesses unrecognized deferred tax assets, if any.

X. OPERATING LEASES

As a Lessee : Leases, where significant portion of risk and reward of ownership are retained by the Lessor, are classified as Operating Leases and lease rentals thereon are charged to the Statement of Profit and Loss on a straight-line basis over the lease term.

XI. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit for the year attributable to equity shareholders by the weighted-average number of equity shares outstanding during the period. The weighted-average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares.

XII. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

- a) **Fair value measurements:** When the fair values of financial assets or financial liabilities recorded or disclosed in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is

required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility.

- b) **Useful lives of property, plant and equipment:** Management reviews the useful lives of property, plant and equipment at least once a year. Such lives are dependent upon an assessment of both the technical lives of the assets and also their likely economic lives based on various internal and external factors including relative efficiency and operating costs. Accordingly, depreciable lives are reviewed annually using the best information available to the Management.
- c) **Impairment of financial assets:** the impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgments in making these assumptions and selecting the inputs to the impairment calculations based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.
- d) **Impairment of non-financial assets:** The company assesses at each reporting date whether there is an indication that an asset may be impaired. If an indication exists, or when the annual impairment testing of the asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from the other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered as impaired and its written down to its recoverable amount.
- e) **Provisions and liabilities:** Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change. The amounts are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.
- f) **Contingencies:** In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized.
- g) **Taxes:** Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. The Company has deferred tax asset during the year i.e reversal of deferred tax liability.

XIII. CONTINGENT LIABILITIES AND PROVISIONS

Provision:-

provision are recognized when there is a present obligation as a result of a past event and it is probable that an outflow of benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

Contingent liabilities:-

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

XIV. Cash and Cash Equivalents:

In the Cash flow statement, cash and cash equivalents include cash on hand, demand deposits with bank including short term margin money against bank guarantee issued.

XVII Government Grants :

Government grants are recognized at their fair value where there is a reasonable assurance that the Grant will be received and the company will comply with all attached conditions.

Government Grants relating to purchase of property, plant and equipment are included in non- current liabilities as deferred income and are credited to profit or loss in proportion to depreciation over the expected lives of the related assets and presented within other income.

Government grants relating to income are deferred and recognized in the Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Whereas during current year company was entitled for concession in electricity expenses of manufacturing unit. MSEB exempted company to pay electricity bill of Jan'2020 to March'2020.

Hence such concession was recognized as an income during the year to match that with the cost.

As per our report of even date annexed

**For Raju & Prasad
Chartered Accountants
FRN - 003475S**

(Avinash. T. Jain)

**Partner
Membership No.: 041689
Place: Mumbai
Date : 29/06/2020
UDIN: 20041689AAAARK5693**

For and on Behalf of the Board of Directors

Harsh	P.	Puneet	P.	Shweta Nagpal
Badkur		Badkur		
(Managing		(Director	and	(Company
Director)		CFO)		Secretary)
DIN:		DIN: 07803209		
00676715				

2. Property, Plant and Equipments and Intangible Assets											
ASSETS	Land	Building	Machinery	Pattern	Office Equipment	Electric Installation	Motor	Computer	Furniture	Computer Software	Total
Gross Carrying Amount											
At 1st April 2016	16,924,170	83,580,213	80,277,034	5,916,287	4,966,817	4,192,768	4,210,811	1,786,553	15,643,669	996,365	218,494,687
Additions	-	-	-	355,300	-	-	-	-	-	23,750	379,050
Disposals/assets Written off		-	-	-	-	-	-	-	-	-	-
Balance as at 31 March, 2017	16,924,170	83,580,213	80,277,034	6,271,587	4,966,817	4,192,768	4,210,811	1,786,553	15,643,669	1,020,115	218,873,737
Additions	-	-	908,124	581,800	-	-	-	-	-	-	1,489,924
Disposals/assets Written off	-	-	718,000	-	-	-	-	-	-	-	718,000
Balance as at 31 March 2018	16,924,170	83,580,213	80,467,158	6,853,387	4,966,817	4,192,768	4,210,811	1,786,553	15,643,669	1,020,115	219,645,661
Additions	-	509,220	52,000	482,500	97,647	-	-	-	-	570,000	1,711,367
Disposals/assets Written off	-										-

Chemtech Industrial Valves Limited
24th Annual Report

Balance as at 31 March 2019	16,924,170	84,089,433	80,519,158	7,335,887	5,064,464	4,192,768	4,210,811	1,786,553	15,643,669	1,590,115	221,357,028
Additions		32,500	37,362	121,700				281,848		54,000	1,069,410
Disposals/assets Written off											
Balance as at 31 March 2020	16,924,170	84,121,933	80,556,520	7,457,587	5,064,464	4,192,768	4,210,811	2,068,401	15,643,669	1,644,115	222,426,438
Accumulated Depreciation											
At 1st April 2016											-
Charge for the year	-	9,567,852	19,783,825	4,774,434	3,008,143	1,117,348	2,974,399	1,601,355	4,832,683	398,546	48,058,585
Adjustments for disposal	-	2,386,938	5,197,482	376,946	946,127	467,617	452,587	73,717	1,628,542	129,465	11,659,421
Balance as at 31st March 2017	-	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	11,954,790	24,981,307	5,151,380	3,954,270	1,584,965	3,426,986	1,675,072	6,461,225	528,011	59,718,006
Adjustments for disposal	-	2,386,938	5,198,941	296,484	585,659	467,617	255,475	31,604	1,535,098	129,465	10,887,281
Balance as at 31st March 2018	-	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	14,341,728	30,180,248	5,447,864	4,539,929	2,052,582	3,682,461	1,706,676	7,996,323	657,476	70,605,287
Adjustments for disposal	-	2,394,749	5,210,546	258,049	121,265	467,617	317,807	16,669	1,592,369	225,156	10,604,227

Chemtech Industrial Valves Limited
24th Annual Report

Balance as at 31st March 2019	-											
Charge for the year	-	16,736,477	35,390,794	5,705,913	4,661,194	2,520,199	4,000,268	1,723,345	9,588,692	882,632	81,209,514	
Adjustments for disposal		2,403,878	5,212,321	201,933	78,454	467,617		34,192	1,527,263	189,928	10,115,586	
Balance as at 31st March 2020												
	-	19,140,355	40,603,115	5,907,846	4,739,648	2,987,816	4,000,268	1,757,537	11,115,955	1,072,560	91,325,100	
Net Book Value as at 1st April 2016	16,924,170	74,012,362	60,493,209	1,141,853	1,958,674	3,075,420	1,236,412	185,198	10,810,986	597,819	170,436,102	
Net Book Value as at 31st March 2017	16,924,170	71,625,423	55,295,727	1,120,207	1,012,548	2,607,803	783,824	111,482	9,182,444	492,104	159,155,731	
Net Book Value as at 31st March 2019	16,924,170	69,238,485	50,286,910	1,405,523	426,888	2,140,186	528,350	79,877	7,647,346	362,639	149,040,374	
Net Book Value as at 31st March 2019	16,924,170	67,352,956	45,128,364	1,629,974	403,270	1,672,569	210,543	63,208	6,054,977	707,483	140,147,514	
Net Book Value as at 31st March 2020	16,924,170	64,981,578	39,953,405	1,549,741	324,816	1,204,952	210,543	310,864	4,527,714	571,555	131,101,336	

3.	Financial Assets: Investments		
	Particulars	As at 31st March 2020	As at 31st March 2019
	Investment in Equity Shares-Unquoted (At Cost)		
	The Bharat Co-Op. Bank Ltd Shares (25 Equity Shares Rs.10 each fully paid)	252	252
	The C.K.P. Co-Op. Bank Shares (21500 Eq. Shares of Rs 25/- each fully paid	537500	537500
	Total	24,909,137	33,445,073
4.	Financial Assets: Trade receivables		
	Particulars	As at 31st March 2020	As at 31st March 2019
	Trade receivables		
	Outstanding for a period Exceeding 12 months	19771023	31157784
	Total	19,771,023	31,157,784
5.	Financial Assets: Loans		
	Particulars	As at 31st March 2020	As at 31st March 2019
	Security Deposits (unsecured considered good)	337270	337270
	Total	3,37,270	3,37,270
6.	Financial Assets: Others		
	Particulars	As at 31st March 2020	As at 31st March 2019
	Margin money with Bank (Against Bank guarantee with maturity more than 12 months)	1530997	1530997
	Total	15,30,997	15,30,997
7.	Other non-current assets		
	Particulars	As at 31st March 2020	As at 31st March 2019
	Retention Money with clients (unsecured considered good)	4261615	21553
	Total	42,61,615	21,553
8.	CURRENT ASSETS		
	Current Assets: Inventories		

Particulars	As at 31st March 2020	As at 31st March 2019
i) Raw Materials	5218812	5299601.
ii) Stock-in-process	7092671.36	99,28,711
iii) Finished goods	3,03,56,465	1,67,27,769
Total	4,26,67,948	3,19,56,081

9. Financial Assets: Trade receivables

Particulars	As at 31st March 2020	As at 31st March 2019
Trade receivables		
Outstanding for a period Less than 12 months	24,909,137	33,445,073
Total	24,909,137	33,445,073

10 Financial Assets: Cash and cash equivalents

Particulars	As at 31st March 2020	As at 31st March 2019
Balance with Bank (Current Account)	8,491,820	654,472
Cash on hand	1,464,033	1,607,949
Fixed Deposits with Bank as margin money for Bank Guarantee	111,447	670,761
Fixed Deposits with Bank (others)	2,026,799	1,919,374
Total	12,094,099	4,852,556

11 Financial Assets: Loans

Particulars	As at 31st March 2020	As at 31st March 2019
(Unsecured considered good)		
Advances to Staff	10,000	11,100
Advances to others	1,032,206	603,991
Loans & Advances	2,000,000	-
Security Deposits	315,701	151,173
Total	3,357,907	766,264

12 Other current assets

Particulars	As at 31st March 2020	As at 31st March 2019
Prepaid Insurance	86,957	65,042
Balances with Statutory/government authorities	2,577,497	2,507,266
Total	2,664,454	2,572,308

13 Equity Share Capital

i. Authorised Equity Share Capital

Particulars	Number of shares	Amount(₹)
As at 1 April 2017	12,000,000	120,000,000
Increase during the year	-	-
As at 31 March 2018	12,000,000	120,000,000
Increase during the year	-	-

ii. Issued and Subscribed Share Capital

Particulars	Number of shares	Face Value	Equity share capital (par value)
As at 1 April 2017	11,487,333	10	114,873,330
Issued during the year	-	-	-
As at 31 March 2018	11,487,333	10	114,873,330
Issued during the year	-	-	-
As at 31 March 2019	11,487,333	10	114,873,330
Issued during the year	-	-	-
As at 31 March 2020	11,487,333	10	114,873,330
Issued during the year	-	-	-

iii. Terms and rights attached to equity shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company. the distribution will be in proportion to the number of equity shares held by the shareholders.

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

Particulars	As at 31st March 2020		As at 31st March 2019	
	Number of shares	% holding	Number of shares	% holding
Mr. Ignatious C. David	1,473,500	12.83%	1,473,500	12.83%
Mr. Pradeep S. Badkur	1,260,763	10.98%	1,260,763	10.98%
Mrs. Namrata P. Badkur	1,454,166	12.66%	1,454,166	12.66%
Mr. Harsh P. Badkur	1,814,236	15.79%	1,314,236	11.44%
Puneet P. Badkur	1,016,668	8.85%	1,016,668	8.85%

- v. The Company has issued 33,00,000 fully paid bonus Equity shares to existing shares holder at the ration 6:1 on 24/06/2013.
- vi. The Company has allotted 2669333 fully paid Equity shares to promoters at a premium of Rs. 5/- per share on 24/06/2013 pursuant to preferential allotment basis.
- vii. The Company has allotted 4968000 fully paid Equity shares to public at a premium of Rs. 5/- per share on 27/01/2014, pursuant to Initial Public Offer (IPO).
- viii. **Details of Shares held by holding / ultimate holding company / or their subsidiaries / associates**

Particulars	As at 31 March 2020	As at 31 March 2020
Shares held by holding / ultimate holding company / or their subsidiaries / associates	Nil	Nil

14 Other Equity
FY 2019-20

Particulars	Securities Premium	Revaluation Reserve	Retained Earnings	Total
Balance at the 1 April 2019	31,761,421	2,858,616	(72,235,936)	(37,615,899)
Depreciation on Revalued assets (Depreciation on Revalued	-	-	-	-

Assets transfer to P& L Reserve (refer Note.12.3))				
Depreciation on Revalued assets (Depreciation on Revalued Assets transfer to P& L Reserve (refer Note.12.3))	-	-	-	-
Transferred from Revaluation Reserve (refer Note.12.3)	-	-	-	-
Book Profit During the Year			9,713,149	9,713,149
Total Comprehensive income for the year	-	-	9,713,149	9,713,149
Balance at the 31 March 2020 (IGAAP)	31,761,421	2,858,616	(62,522,787)	(27,902,750)
Balance at the 31 March 2020 (IND AS) (Before Adj)			(60,386,254)	(25,766,217)
Ind AS Impact				
Deferred Tax for Gratuity & Loan Processing Fee	-	-	382,371	382,371
Loan Processing Fee	-	-	(12,927)	(12,927)
Balance at the 31 March 2020 (IND AS) (After Adj)	-	-	(60,016,811)	(25,396,774)

NON CURRENT LIABILITIES

15. Financial Liabilities- Borrowings

Particulars	As at 31st March 2020 (IND AS)	As at 31st March 2019(IND AS)	Other Accounting Adjustment(FY 2018-2019)	As at 31st March 2019(IGA AP)	Other Accounting Adjustment(FY 2019-2020)	As at 31st March 2020(IGA AP)
Term loans (Secured)						
a. From Banks	35,529,933	37,736,628.520	-	37,736,629	-	35,529,933
b. From Financial Institutions other than Banks	45,497,374	48,326,003.343	(425,737)	48,751,740	(370,902)	45,868,275
Term loans(Unsecured)	-					
a. From Banks	1,804,070					1,804,070
b. From Financial Institutions other than Banks	1,602,052					1602052
Total	84,433,429	86,062,632	(425,737)	86,488,369	(370,902)	84,804,330

15.1

Term Loan from IndusInd Bank is secured by way of:

(i) Primary Security

First and exclusive charge on land & building, Plant & Machinery, all movable & immovable assets (both present & future), factory at Kondala Road, Survey Gut No. 37, Village Vadvali, Tah Wada, Dist Thane, Pin-421312 owned by the Company.

(ii) Common Collateral Security

- ix. hypothecation on movable fixed assets of the company both present & future except other assets exclusively financed by other banks.
- x. Industrial Gala 12,13,14,16, and 42 at Nirmal Ashish Industrial estate, Plot of land bearingNos. 135 (pt0 & 166A/1(pl), Asangoan owned by the company.
- xi. Industrial Gala 43, and 44 at Nirmal Ashish Industrial estate, Plot of land bearingNos. 135 (pt0 & 166A/1(pl), Asangoan owned by the Chemtech instrumentations services Pvt Ltd.
- xii. Personnel Guarantee of Mr. Ignatious C. David, Mr.Jimmi Ignatious, Mr.Pradeep S. Badkur, Mr.Harsh Badkur, Mr. Puneet Badkur and Mrs. Namrata Badkur Director/Promoters/Shareholders of the company.
- xiii. Term Loan from IndusInd Bank amounting to 37,03,704/- (P.Y.1,11,11,111/-) repayable in 84 monthly installments of Rs. 6,17,284/- per month commencing from 01/01/2013 last installment due in September 2019 i.e. 06 installments from the close of this financial period. The rate of interest is (bank base rate+2.75%) per annum floating as at the end of the year.
- xiv. (f) The Long Term Loan of Rs.250 Lakhs is raised by reducing Cash Credit Limit of Indusind Bank having primary security is as same as primary security for Cash credit
- xv. The Long term Loan from IndusInd Bank amounting to 1,87,50,000/- (P.Y. 2,37,50,000/-) repayable in 60 monthly installments of Rs. 4,16,667/- per month commencing from January 2018 last installment due in January 2023 i.e. 45 installments from the close of this financial period. The rate of interest is (bank base rate+2.15%) per annum floating or fixed as at end of the year

15.1.2

Term Loan from Yes Bank is secured by way of :

The Long Term Loan is secured by way of hypothecation of Office No. 503, 5th floor, Sunrise Business Park, Quantum IT Park, Plot No. B-68, Road No. 16, Wagle Industrial Estate, Thane (W) 400604 owned by Company.

- (a) The Long Term Loan of Rs.294 Lakhs is raised against the closure of Capri Global Capital Limited of outstanding loan amount 2,10,33,241/- in May 2018. Repayable in 180 monthly installments of Rs. 3,06,116/- per month commencing from June 2018, last installment due in May 2033 i.e. 170 installments from the close of this financial period. The rate of interest is (bank base rate+ 0.20%) per annum, subject to change in base rate as at the end of year.

15.2.1

Term Loan from INDIABULLS HOUSING FINANCE LIMITED is secured by way of hypothecation of Flat No. 606, 6th floor, A WING, DHAIVAT, BAL RAJESHWAR, KALPA NAGAR, MULUND (WEST), Mumbai 400080 owned by Mr. IGNATIOUS INASU director of the Company.

Term Loan from INDIABULLS HOUSING FINANCE LIMITED amounting to Rs. 87,34,921/- (P.Y. 31,56,520/-) repayable in 176 installments (including interest) of Rs.1,23,994/- per month commencing from 05/08/2013 last installment due in Mar 2028 i.e. 108 installments from the close of this financial period. The rate of interest is 12.1% per annum floating as at the end of the year.

15.2.2

Term Loan from Capri Global Capital Ltd. (0085) (Formerly MONEY MATTER FINANCIAL SERVICES LTD) is secured by way of hypothecation of Office No. 503, 5th floor, Sunrise Business Park, Quantum IT Park, Plot No. B-68, Road No. 16, Wagle Industrial Estate, Thane (W) 400604 owned by Company.

Term Loan from Capri Global Capital Ltd. (Formerly MONEY MATTER FINANCIAL SERVICES LTD) amounting to Rs.Nil/- (P.Y. 1,64,66,472/-) have been repaid by fresh borrowings made from Yes Bank.

15.2.3

Term Loan from Capri Global Capital Ltd.(5147) is secured by way of hypothecation of Office No. 503, 5th floor, Sunrise Business Park, Quantum IT Park, Plot No. B-68, Road No. 16, Wagle Industrial Estate, Thane (W) 400604 owned by Company.

Term Loan from Capri Global Capital Ltd. amounting to Rs.Nil (P.Y. Rs.47,33,275/-) have been repaid by fresh borrowings made from Yes Bank

15.2.4

Term Loan from India Infoline Housing Finance Ltd. is secured by way of hypothecation of Flat C-201/A and 201B 2nd Floor C-Wing Lake Castle Cliff Avenue Road Hiranadani Garden Lake Vihar Road Mumbai - 400076 owned by the directors Pradeep Badkur and Namarata Badkur.

Term Loan from India Infoline Housing Finance Ltd. amounting to Rs.4,49,83,658/- (P.Y. 4,65,74,370/-) repayable in 150 monthly installments (including interest) of Rs.5,77,581/- per month commencing from 05/01/2016 last installment due in Jun 2028 i.e. 111 installments from the close of this financial period. The rate of interest is 9.5% per annum floating as at the end of the year.

16. Financial Liabilities- Trade Payables

Particulars	As at 31st March 2020	As at 31st March 2019
Sundry Creditors		
For Goods	1,947,188	2,526,415
For Expenses	211,408	10,132
Total	2,158,596	2,536,547

1. Provisions

Particulars	As at 31st March 2020	As at 31st March 2019
Provision for Gratuity	1,532,200	1,207,178
Less: Short term Provision	(325,022)	(322,245)
Total	1,207,178	884,933

17.1 Provision for gratuity has been made as per actuarial valuation by approved valuer and relied upon by the statutory auditors.

i) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

Policy No.	As at 31st March 2020	As at 31st March 2019
Valuation Method	Projected Unit Credit Method	Projected Unit Credit Method
Mortality Rate	IALM-Mortality-Tables(2006-08) Ultimate	IALM-Mortality-Tables(2006-08) Ultimate
Withdrawal Rate	1 % per annum for all ages	1 % per annum for all ages
Discount Rate	7.79% p.a.	7.52% p.a.
Salary Escalation	6.00% p.a.	6.00% p.a.

ii) Reconciliation of Opening & Closing balance of Present Value of Defined benefit Obligation(DBO):-

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Present Value of Benefit Obligation at the Beginning of the Period	1,207,178	1,171,345
Interest Cost	94,039	92,068
Current Service Cost (Benefit Paid Directly by the Employer)	156,262	180,727
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	158,502	9,072
Actuarial (Gains)/Losses on Obligations - Due to Experience	(83,781)	(246,034)
Present Value of Benefit Obligation at the End of the Period	1,532,200	1,207,178

iii) The company has not invested in Plan Assets

iv) Balance Sheet Recognition		
Opening Net Liability	1,207,178	1,171,345
Expense Recognized in Statement of Profit or Loss (Benefit Paid Directly by the Employer)	325,022	35,833
Net Liability/(Asset) Recognized in the Balance Sheet	1,532,200	1,207,178
v) Profit and Loss – Expenses Recognition		
Current Service Cost	156,262	180,727
Net Interest Cost	94,039	92,068
Actuarial (Gains)/Losses (Gains)/Losses on Curtailments And Settlements	74,721	(236,962)
Expenses Recognized in the Statement of Profit or Loss	325,022	35,833

vi) Amount recognized in current year and previous four years for Gratuity

(Present Value of Benefit Obligation at the end of the Period)	(1,532,200)	(1,207,178)
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status-Deficit	(1,532,200)	(1,207,178)
Unrecognized Past Service Cost at the end of the Period	-	-
Net Liability Recognized in the Balance Sheet	(1,532,200)	(1,207,178)

2. Deferred tax liabilities (Net)

Particulars	As at 31st March 2020 (IND AS)	As at 31st March 2019 (IND AS)	Other Accounting Adjustment(FY 2018-2019)	As at 31st March 2019(IGAAP)	Other Accounting Adjustment(FY 2019-2020)	As at 31st March 2020(IGAAP)
Opening Balance of Deferred Tax	7,519,373	10,111,799	-	11,409,503	-	9,152,914
On account of Dep, Revaluation Reserve, 43B items & Deferred Sales Tax	(283,204)	(2,256,589)	-	(2,256,589)	-	(283,204)
Deferred tax on Ind AS adjustments	(382,371)	(335,837)	(335,837)	-	(382,371)	-
Total	6,853,799	7,519,373	(335,837)	9,152,914	(382,371)	8,869,710

18. Deferred tax liabilities (Net)

Particulars	As at 31st March 2020 (IND AS)	As at 31st March 2019 (IND AS)	Other Accounting Adjustment(FY 2018-2019)	As at 31st March 2019(IGAAP)	Other Accounting Adjustment(FY 2019-2020)	As at 31st March 2020(IGAAP)
Opening Balance of Deferred Tax	75,19,373	1,01,11,799	-	11,40,9503	-	91,52,914
On account of Dep, Revaluation Reserve, 43B items & Deferred Sales Tax	(2,83,204)	(22,56,589)	-	(22,56,589)	-	(2,83,204)
Deferred tax on Ind AS adjustments	(3,82,371)	(3,35,837)	(3,35,837)	-	(382371)	-
Total	68,53,799	75,19,373	(3,35,837)	91,52,914	(3,82,371)	88,69,710

19. Other non-current liabilities

Particulars	As at 31st March 2020	As at 31st March 2019
Deferred Sales Tax	105,209	105,209
Total	105,209	105,209

19.1

The Company granted certificate of entitlement for availing sales tax incentive under package Part-I of the 1993 package scheme of incentive (PSI) of Govt. of Maharashtra by way of deferment of sales Tax liability pertaining to period from 01.09.1999 to 30.04.2006 upto the maximum ceiling of Rs.37,28,000/-. The liability deferred for the period of 10 years from the year of collection of sales tax. As per the term of payment the sales Tax liability of each Financial Year is payable in five equal installments. The amount payable after 12 months from this balance sheet dates of Rs. 1,05,209/- is shown as non current liability and current portion Rs.36,22,791/- is disclosed in statutory liability in **Note No.10**.

CURRENT LIABILITIES

20 Financial Liabilities- Borrowings

Particulars	As at 31st March 2020	As at 31st March 2019
Short Term Borrowings - Loans repayable on demand - Working Capital		
IndusInd Bank	14,808,750	10,450,133
Total	14,808,750	10,450,133

20.1 Cash Credit from IndusInd Bank is secured primarily by way of Hypothecation of the entire current assets of the company comprising of, inter alia of stock of raw material, Work in progress, Finish goods, receivable, book debts and other current assets and with the collateral security as referred in Note 15.1 above.

21. Financial Liabilities- Trade Payables

Particulars	As at 31st March 2020	As at 31st March 2019
Sundry Creditors		
For Goods	22,274,296	28,821,383
For Expenses	1,910,516	1,974,234
Total	24,184,812	30,795,617

22. Financial Liabilities- Other Financial Liabilities

Particulars	As at 31st March 2020 (IND AS)	As at 31st March 2019 (IND AS)	Other Accounting Adjustment(F Y 2018-2019)	As at 31st March 2019 (IGAAP)	Other Accounting Adjustment(F Y 2019-2020)	As at 31st March 2020(IGAAP)
Current maturities of long-term debt	11,668,610	15,904,289	(77,255)	15,981,544	(119,162)	11,787,773
Interest accrued but not due on borrowings	720,709	629,543	-	629,543	-	720,709

Employee Liabilities	1,303,526	1,412,430	-	1,412,430	-	1,303,526
Provision for Directors Remuneration	90,000	141,833	-	141,833	-	90,000
Total	13,782,845	18,088,095	(77,255)	18,165,350	(119,162)	13,902,008

23. Other Current Liabilities

Particulars	As at 31st March 2020	As at 31st March 2019
Advance received against order	4,839,950	4,773,548
Statutory Liabilities	962,195	5,199,398
Other Payables	95,199	248,467
Total	5,897,344	10,221,413

23.1 Other payables includes payables for various expenses

24. Provisions

Particulars	As at 31st March 2020	As at 31st March 2019
Provision for Gratuity	325,022	322,245
Income tax	-	-
Total	325,022	322,245

25 Revenue From Operations

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
i) Sale of products	193,018,054	156,093,382
Less: Excise Duty	-	-
Less: Rejection	64,028	140,418
	192,954,026	155,952,964
ii) Sale of Services (net of service tax)	4,255	1,398,000
ii) Other Operating Revenue	2,605,429	9,339,349
Total	195,563,710	166,690,313

26 Other Income

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Discount Received	1,160	56
Dividend Income	38	38
Duty Drawback	449,872	-
Interest received	335,993	1,021,580
Liquidation Damages Received	575,100	46,304
MSEB Subsidy	438,305	-
Profit on Sale of Machinery	-	-
Rent Received	-	-
Sundry Balance Written back	-	977,136
Foreign Currency Fluctuation	607,752	-

27 Cost of Materials Consumed

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Raw Material Consumed		
Opening Stock of Raw Material	5,299,601	3,493,734
Add : Purchase	125,186,986	51,604,688
Less: Excise Duty paid on purchase	-	-
Add : Packing Material Consumed	1,897,293	451,881
	132,383,880	55,550,304
Less : Rejection of Material	140,212	12,175
Less : Closing of Raw material	5,218,812	5,299,601
Total	127,024,856	50,238,527

28 Purchases of Stock-in-Trade

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Traded Purchases	349,720	70,837,119
Total	349,720	70,837,119

29 Change in Inventories of FG & WIP

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Opening Work in progress & Finished Goods	26,656,479	19,228,027
Less: Closing Work in Progress & Finished Goods	37,449,136	26,656,479
Total	(10,792,657)	(7,428,452)

30 Employee Cost and Benefits

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Directors Remuneration	2,477,785	2,295,924
Staff Salaries, Bonus, Retrenchment, Gratuity & Leave Salary	10,943,483	10,430,296
Employers Contribution to PF	89,755	92,343
Admin Charges to PF	6,000	6,509
Staff Welfare	1,394,910	1,127,761
Total	14,911,933	13,952,833

31 Other Expenses.

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Auditor's Remuneration	160,000	160,000
Job Works	6,869,967	4,644,881
Rates & Taxes	97,708	479,174
Liquidated Damaged paid	1,641,042	391,030
Power & Fuel Expenses	2,723,347	2,327,136
Professional Fees	562,191	532,410
Selling Expenses	11,250,193	974,549
Insurance Paid	269,226	161,144
Project Expenses-IPPL Rourkela	-	51,578
Repair & Maintenance building	-	19,250
Repair & Maintenance others	256,277	450,200
Transport Expenses	4,130,415	2,107,911
Foreign Currency Fluctuation	-	-
Other Miscellaneous Expenses	5,766,507	3,508,130
Total	33,726,874	15,807,393

31.1

Prior period Expenses-Included in above		
Project Expenses-IPPL Rourkela		921,659
Gram Panchayat Tax	-	-
Total		921,659

32 Finance costs

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest Expenses	12,490,976	13,062,663
Interest on Govt. Dues	56,961	312,077
Other Borrowing cost*	657,736	1,274,779
Total	13,205,673	14,649,520

32.1 Other borrowing cost includes bank charges, loan processing charges and Loan foreclosure charges.

33 Earnings per share

Particulars	As at 31st March 2020	As at 31st March 2019
Profit After Tax	9,713,149	2,330,849
Weighted Average No. of Equity Shares*	11,487,333	11,487,333
EPS (basic & Diluted)	0.85	0.20

34 Contingent Liability

Particulars	As at 31st March 2020	As at 31st March 2019
i) Counter guarantee given by Banks	10,696,343	10,696,343
ii) Central Sales Tax Dues (disputed in appeal)	4,530,181	4,530,181
iii) Income tax demand outstanding-pending rectification	34,350	34,350
iv) Investment in CKP bank shares	537,500	537,500
v) FD with CKP Bank	130,147	-
Total	15,928,521	15,798,374

34.1

With respect to the Central Sales Tax Due of Rs.45,30,181/- the company has file an appeal and based on expert legal advise and merits of the case the Company is hopeful that the outcome would in its favor. And accordingly no provision is required to be made in the accounts. However, it is not practicable to estimate the timing of cash outflow if any, in respect of the above pending the resolution of the proceedings.

34.2 In respect of Contingent Liability related to CKP bank shares , the same has been disclosed because the bank has stopped its main operations as per RBI instructions.

35 Audit Remuneration

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
For Statutory Audit	130,000	130,000
For Tax Audit	30,000	30,000
For other matters	48,500	-
Total	208,500	160,000

36 Related party Transaction as per IND AS 24

a. Related party are given below

Sr.No.	Enterprise on which major Shareholders Exercises Significant Influence	Key Management Personnel	Relative to Key Management Personnel
1	Badkur Blow Plast Containers Pvt. Ltd.	Pradeep Badkur	Orville Ignatious
2	-	C.D. Ignatious	Jimmy Ignatious
3	-	Harsh Badkur	Jenny Ignatious
4	-	Namrata Badkur	Trisha Badkur

5	-	Puneet Badkur	
---	---	---------------	--

b. Details of transaction are given below

Sr.No.	Nature of Transactions	For the year ended 31 March 2020	For the year ended 31 March 2019
1	Loan Transaction		
	(a) Taken During the year		
	Key Management Personnel		
	Enterprises over which Significant Influence		
2	Director remuneration		
	Key Management Personnel	2,477,785	2,295,924
		2,477,785	2,295,924
3	Salary		
	Relative of Key Management Personnel	1,340,200	1,560,835
		1,340,200	1,560,835
4	Reimbursement of Credit card		
	Key Management Personnel	1,795,226	1,021,914
	Relative of Key Management Personnel	26,228	41,875
		1,821,454	1,063,789

37 Information pursuant to provision of Schedule III of Companies Act 2013

A) Opening and Closing inventory (including WIP):

Sr.No	Products	For the year ended 31 March 2020	For the year ended 31 March 2019
i)	Casting	1,703,266	1,383,108
ii)	Plates & Rods	1,881,594	2,816,210
iii)	Welding rod & Stud nuts	452,548	463,627
iv)	WIP of Unfinished Assembled valve	7,092,671	9,928,711
v)	Others	1,181,404	636,656
vi)	Finished	30,356,465	16,727,769
	Total	42,667,948	31,956,081

B) The information about principal items of Raw Materials Consumed is as follows:

Sr.No.	Products	For the year ended 31 March 2020	For the year ended 31 March 2019
i)	Casting	2,582,667	3,508,763
ii)	Plates & Rods	20,102,826	6,019,962
iii)	Welding rod & Stud nuts	1,169,576	776,623
iv)	Unfinished valve	97,686,427	48,389,284
v)	Packing Materials	1,897,293	451,881
vi)	Others	3,586,067	6,010,884
	Less: Excise Duty paid on purchase	-	-
	Total	127,024,856	65,157,398

C) The above materials are indigenous and imports are Nil (P.Y. Nil)

D) Details of Manufactured Goods:

Sr.No.	Products	For the year ended 31 March 2020	For the year ended 31 March 2019
1	Assembled valves		
	Opening Stock	-	-
	Sales	193,018,054	78,801,627
	Closing Stock	-	-

E) Details of Traded Goods (net of tax):

Sr.No.	Products	For the year ended 31 March 2020	For the year ended 31 March 2019
--------	----------	-------------------------------------	-------------------------------------

1	Steel Coil/Wire Rod /Plates		
	Opening Stock	-	-
	Purchase	-	-
	Sales	-	-
	Closing Stock	-	-
2	Other various products		
	Opening Stock	-	-
	Purchase	349,720	70,837,119
	Sales	-	79,532,529
	Closing Stock	-	-

Sr.No.	Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
F)	CIF value of Import Purchase Traded		
G)	Expenditure in Foreign Currency		
	Expenses Incurred	349,720	336,289
H)	Earning in Foreign currency in FOB basis		
	Export Sales	24,932,150	548,825

38

i) The balance confirmation in respect of debtors, creditors, advances, loans and deposits as at 31st March 2020 have been called for and the same are subject to confirmation and reconciliation if any. However, the management has scrutinized the accounts and the balances appearing in the balance sheet are correct.

ii) In the opinion of management, no item of current assets, loans and advances has a value on realization in the ordinary course of business, which is less than the amount of value at which it is stated in the balance sheet, unless otherwise specified.

39 Figures of previous year are regrouped and reclassified as and when necessary.

As per our report of even date annexed

**For Raju & Prasad
Chartered Accountants
FRN - 003475S**

For and on Behalf of the Board of Directors

Sd/-
(Avinash. T. Jain)

**Partner
Membership No.: 041689
Place: Mumbai
Date : 29/06/2020
UDIN: 20041689AAAARK5693**

Sd/-
Harsh P. Badkur
(Managing
Director)
DIN:
00676715

Sd/-
P. Puneet
Badkur
(Director and
CFO)
DIN: 07803209

Sd/-
P. Shweta Nagpal
(Company
Secretary)

Note: 32 Information pursuant to Indian Accounting standard 108:

a. Primary Segment

During the year the Company has broadly identified two segment namely "Manufacturing of industrial valves" and "Trading of various items for Project Sales".

PARTICULARS	Year Ended 31.03.2020	Year Ended 31.03.2019
ARS		

Segment Revenue	Manufacturing	Project Sales (Traded)	Others unallocated	Total	Manufacturing	Trading	Others unallocated	Total
Sales to Customers	192,985,645	-	2,578,065	195,563,710	77,824,435	79,532,529	9,333,349	166,690,313
Other Income	1,160		2,407,060	2,408,220	977,192		1,067,922	2,045,115
Total Revenue	192,986,805	-	4,985,125	197,971,930	78,801,627	79,532,529	10,401,271	168,735,427
Less:								
Allocated Expenditure	143,763,340	349,720	21,107,666	165,220,726	54,788,194	70,837,119	17,782,059	143,407,372
Depreciation	8,509,869	-	1,605,717	10,115,586	8,572,786	-	2,031,441	10,604,227
Interest	13,205,673	-	-	13,205,673	14,649,520	-	-	14,649,520
				188,541,985				
Segment Profit	27,507,923	(349,720)	(17,728,258)	9,429,945	791,128	8,695,410	(9,412,228)	74,309

Other Information

Segment Assets	229,562,418	1,039,270	12,631,851	243,233,539	207,262,231	19,714,957	19,402,973	246,380,161
Segment Liabilities	146,389,033	189,130	7,178,821	153,756,984	152,728,129	6,416,451	7,841,618	166,986,198
Capital Employed	83,173,385	850,140	5,453,031	89,476,555	54,534,102	13,298,506	11,561,355	79,393,963

b. Secondary Segment

i) There are no trading sales outside India and therefore there is no secondary segment with respect of geographical segment.

**For Raju & Prasad
Chartered Accountants
FRN - 003475S**

For and on Behalf of the Board of Directors

Sd/-
(Avinash. T. Jain)

**Partner
Membership No.: 041689
Place: Mumbai
Date : 29/06/2020
UDIN: 20041689AAAARK5693**

Sd/-
**Harsh P. Badkur
(Managing Director)
DIN:
00676715**

Sd/-
**Puneet P. Badkur
(Director and CFO)
DIN: 07803209**

Sd/-
**P. Shweta Nagpal
(Company Secretary)**