WPIL Limited

ANNUAL REPORT AND ACCOUNTS 2019

FINANCIAL HIGHLIGHTS

(Rs. in Lac)

Particulars	2019	2018	2017	2016	2015
STANDALONE					
Financial Positions:					
Share Capital	977	977	977	977	977
Reserves & Surplus	35741	28876	24379	22587	20455
Net Worth	36718	29853	25356	23564	21432
Net Block (WDV)	3141	3222	3449	3581	3302
Summary of Operations					
Total Income	54252	44346	29616	21836	23889
Profit before Interest, Depreciation & Tax	12314	8156	4318	3565	3569
Interest	395	724	1118	725	918
Depreciation	320	316	306	282	275\
Profit/(Loss) before Tax	11599	7116	2894	2558	2376
Profit/(Loss) after Tax	7344	4756	2028	1718	1684
Equity Dividend (%)	75	40	20	20	20
Earing Per Share (Rs.)	75.19	48.69	20.76	17.59	19.83
CONSOLIDATED					
Financial Positions:					
Share Capital	977	977	977	977	977
Reserves & Surplus	39742	28356	24882	23088	24030
Net Worth	40719	29333	25859	24065	25007
Net Block (WDV)	12828	13690	12790	13684	10452
Summary of Operations					
Total Income	117712	86373	72306	74195	48546
Profit before Interest, Depreciation & Tax	24988	10513	4925	5048	5266
Interest	758	1426	2332	1831	1411
Depreciation	1942	2214	1564	2685	721
Profit/(Loss) before Tax	22288	6873	1029	532	3134
Profit/(Loss) after Tax	15733	3567	-189	101	1849
Equity Dividend (%)	75	40	20	20	20
Earing Per Share (Rs.)	128.70	41.03	7.27	1.03	21.76

Note : Figures of 2019 are subject to the approval of Members to be declared within forty eight hours from the conclusion of ensuing AGM

WPIL Limited

CIN: L36900WB1952PLC020274

DIRECTORS

P. AGARWAL
— *Managing Director*

K. K. GANERIWALA
— *Executive Director*

V. N. AGARWAL

SAMARENDRA NATH ROY

RITU AGARWAL (MRS.)

ANJAN DASGUPTA

RAKESH AMOL

AUDITORS

S.R. BATLIBOI & CO. LLP

Chartered Accountants

GENERAL MANAGER (FINANCE) AND COMPANY SECRETARY

U. CHAKRAVARTY

BANKERS

STATE BANK OF INDIA

IDBI BANK LIMITED

YES BANK LIMITED

AXIS BANK

REGISTRAR

MCS SHARE TRANSFER AGENT LIMITED,
383, LAKE GARDENS, 1ST FLOOR,
KOLKATA - 700045
PHONE NO. (033) 4072-4051-53
FAX NO. (033) 4072-4050
E-mail : mcssta@rediffmail.com

REGISTERED OFFICE

TRINITY PLAZA, 3RD FLOOR
84/1A, TOPSIA ROAD (SOUTH)
KOLKATA-700 046

EASTERN REGION OFFICE

TRINITY PLAZA, 5TH FLOOR
84/1A, TOPSIA ROAD (SOUTH)
KOLKATA-700 046

WESTERN REGION OFFICE

C-41, ROAD NO.34
WAGLE INDUSTRIAL ESTATE
THANE-400604

SOUTHERN REGION OFFICE

1H, 1ST FLOOR, MANDIRA APARTMENT
23-A, DR. B. N. ROAD, T. NAGAR
CHENNAI- 600 017

CHAMBER 4, 1ST FLOOR
Opp. LB. STADIUM
K. L. K. ESTATE
5-9-62, FATEH MAIDAN ROAD
HYDERABAD-500 001

NORTHERN REGION OFFICE

A-5, SECTOR 22, MEERUT ROAD
GHAZIABAD-201 003 (U.P.)

MANUFACTURING FACILITIES

i) 22, FERRY FUND ROAD,
PANIHATI, SODEPUR
KOLKATA-700 114 (W.B.)

ii) A-5 & A-6 SECTOR 22, MEERUT ROAD
GHAZIABAD-201 003 (U.P.)

iii) 180/176, UPEN BANERJEE ROAD
KOLKATA-700 060, (W.B.)

iv) BIREN ROY ROAD (WEST)
GANIPUR, MAHESHTALA
24 PARGANAS (SOUTH)
PIN-700141, (W.B.)

v) PLOT NO. 1-1-2A-1-1A-1/P/1/C
MIDC, BUTIBORI INDUSTRIAL AREA
NAGPUR- 441122, MAHARASHTRA

vi) PLOT C–41, ROAD NO. 34, WAGLE INDUSTRIAL
ESTATE, THANE - 400604, MAHARASHTRA

WPIL Limited

NOTICE OF THE ANNUAL GENERAL MEETING TO THE MEMBERS

NOTICE is hereby given that the SIXTY FIFTH ANNUAL GENERAL MEETING of the Members of the Company will be held at "Kala Kunj" (Basement) Hall, Kalamandir, 48, Shakespeare Sarani, Kolkata-70001 on Friday, the 9th day of August, 2019 at 2:00 P.M to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt:

   a. the Audited Financial Statements of the Company for the financial year ended March 31,2019, together with the Reports of the Board of Directors and the Auditors thereon; and

   b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31,2019, together with the Report of the Auditors thereon.

2. To declare Dividend.

3. To appoint a Director in place of Mr. V. N. Agarwal (DIN 00408731) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

4. To appoint a Woman Director in place of Mrs. Ritu Agarwal (DIN 00006509) who retires by rotation at this meeting and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

5. To consider and, if thought fit, to give your assent to the following resolution as Ordinary Resolution:

   "RESOLVED THAT the Members hereby ratify the actions of the Board of Directors pursuant to the provisions of Section 148(3) and other applicable provisions of the Companies Act, 2013, if any, read with Rule 14 (a) (ii) of the Companies (Audit and Auditors) Rules, 2014 for approving the recommendations of Audit Committee towards remuneration of Rs. 85,000/- plus applicable GST (Goods and Service Tax) and out of pocket expenses payable to Messers. D. Radhakrishnan & Co. Cost Accountants to conduct the audit of Cost records maintained by the Company in respect of 'other machinery' for the financial year ended 31st March, 2019."

6. To consider and, if thought fit, to give your assent to the following resolution as Ordinary Resolution:

   "RESOLVED THAT pursuant to Sections 149,152 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, as amended by Companies (Appointment and Qualification of Directors) Second Amendment Rules, 2018 read with Schedule IV Companies Act, 2013 (including any statutory modification (s) or enactment thereof for the time being in force) and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rakesh Amol (DIN 01374484), who has submitted declaration of independence under Section 149(6) of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Second Amendment Rules, 2018 and Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended by (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and is eligible for appointment and in respect of whom the Company has received a notice in written from a member under Section 160 of the Companies Act,2013 signifying his intention to propose Mr. Rakesh Amol as a candidate for the office of the Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold the office for an initial period of five years from the conclusion of Company's Sixty Fifth Annual General Meeting to the Conclusion of Seventieth Annual General Meeting and whose office shall not be liable to retire by rotation"

7. To consider and, if thought fit, to give your assent to the following resolution as Special Resolution:

"RESOLVED THAT Pursuant to the Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (appointment and Qualification of Directors) Rules, 2014, as amended by Companies (Appointment and Qualification of Directors) Second Amendment Rules, 2018 read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or enactment thereof for the time being in force) and Regulation 25 of the Securities and Exchange Board Of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Regulation 17 (1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (effective from April 1, 2019), Mr Samarendra Nath Roy (DIN 00408742) an existing Independent Director who has submitted declaration of independence under Section 149(6) of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Second Amendment Rules, 2018 and Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended by SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations,2018 and whose current term of office of five years be completed on conclusion of ensuing Sixty fifth Annual General Meeting be and is hereby re-appointed as Independent Director for a period of further five years from the conclusion Sixty fifth Annual General Meeting of the Company to the Conclusion of Seventieth Annual General Meeting of the Company notwithstanding that Mr. Samarendra Nath Roy has already attained the age of Seventy Five years as on 1st April, 2019 and that his office shall not be liable to retire by rotation"

Registered Office :
Trinity Plaza, 3rd Floor
84/1A, Topsia Road (South)
Kolkata-700 046

Date : 23rd May, 2019
Place : Kolkata
CIN : L36900WB1952PLC020274

By Order of the Board

U. CHAKRAVARTY
General Manager (Finance)
and Company Secretary

NOTES :

1. **A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a Member of the Company.** The proxy in order to be effective must reach at the Registered Office of the Company at least 48 hours before the time fixed for the Meeting.

   A person can not act as a Proxy on behalf of the Members not exceeding fifty and holding in aggregate shares not more than 10 Percent of the total Share Capital of the Company. The Proxy-holder shall prove his identity at the time of attending the Meeting.

2. The Register of Members and Share Transfer Books will remain closed from Saturday, the 3rd August, 2019 to Friday, the 9th August, 2019 (both days inclusive).

3. Subject to the provisions of Section 126 of the Companies Act, 2013, dividend as recommended by the Board of Directors for the year ended 31st March, 2019, if declared, will be payable to those Members whose names appear in the Register of Members as at the close of the business on 2nd August, 2019 and in respect of shares held in dematerialized form, as per the list of beneficial owners furnished to the Company by NSDL/CDSL as at the close of business on 2nd August, 2019. The dividend warrants will be posted on or around 16th August, 2019.

4. Mr. U. Chakravarty, General Manager (Finance) and Company Secretary has been designated as the Compliance Officer of the Company. Members may communicate with the Compliance Officer in relation to any query pertaining to their shareholdings.

5. As per Section 72 of the Companies Act, 2013, the facility for making nominations is available for Members in respect of shares held by them. Members holding the shares in single name and who have not yet registered their nomination are requested to register the same by submitting the Form No. SH-13. If a member desires to cancel the earlier nomination and record fresh nomination, he may submit the same in Form No. SH-14. Nomination forms can be obtained from MCS Share Transfer Agent Limited, Registrar and Share Transfer Agent of the Company, in case they hold shares in physical form. If they hold the shares in dematerialized form, they may contact their respective depositories for such nominations. However, both the forms may be downloaded from the website of Ministry of Corporate affairs at www.mca.gov.in .

6. Members who hold the shares in physical form are requested to inform mandatorily their Income Tax permanent Account Number (PAN) and Bank Account particulars to the R&T Agent. For payment of dividend from financial year (2018-19 and onwards) and unclaimed dividend from financial year 2011-12 to 2017-18, Bank Account particulars should contain the information as to (a) Bank Account No. (b) Bank Name & Branch (c) self-attested one photo copy of Cheque (bearing printed name of the shareholder) (d) Reason for dividend remaining unclaimed. However, Members not having cheque bearing their printed name should provide a self- attested copy of bank passbook or statement attested by Bank Manager.

7. Members holding shares in physical form are requested to notify change in addresses, if any, quoting their folio numbers to the R&T Agent of the Company.

8. Members holding shares in multiple folios are requested to submit their application to R&T Agent for consolidation of folios into single folio.

9. Members holding shares in physical form are requested to note that in order to avoid any loss/interception in postal transit and also to get prompt credit of dividend through Electronic Clearing Services (ECS), they should submit their ECS details. Alternatively, Members may provide details of their bank accounts quoting their folio numbers to the R& T Agent to enable them to print such details on the dividend warrants.

10. Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be printed on the dividend warrants as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/deletion in such bank details. Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares held in electronic form. Members therefore may give instructions regarding bank accounts in which they wish to receive dividend, to their Depository participants.

11. In terms of the provisions of Companies Act, unpaid/unclaimed dividend relating to the financial year 2011-12 which ended on 31st March, 2012 will be transferred to the "Investor Education and Protection Fund" in the month of September, 2019.

12. Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, dividend which remains unpaid or unclaimed for a period of 7 (seven) years is required to be transferred to the "Investor Education and Protection Fund" (IEPF) of Central Government. Members who have not yet encashed dividend from the financial year 2011-12 to 2017-18 are required to send their claims to MCS Share Transfer Agent Limited, 1st Floor ,383, Lake Gardens, Kolkata-700045 immediately along with unencashed dividend warrants lying with them. It may also be noted that once the unclaimed dividend is transferred to the IEPF as above, no claim shall lie in respect thereof.

13. In terms of provisions of Section 124(6) of the Companies Act, 2013, read with Rule 6 of the "Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and Amendment Rules, 2017, all Ordinary shares in respect of which dividend have remained unpaid/unclaimed for seven consecutive years or more had been transferred by the Company to the Demat Account of IEPF Authority through Depositories by following the procedures to prescribed by Ministry of Corporate Affairs. The Company has communicated this fact in details through letter dated 16.03.2017 & 27.06.2018 sent by Registered Post to its concerned shareholders and also through advertisement in the Newspaper. To avoid further transfer of shares to IEPF Authority, Members are requested to comply with the requirements as specified in note No. 12 above.

14. Members whose shares have already been transferred to the Demat Account of IEPF Authority through Depositories as stated in note No. 13 above, may access to Company's website at www.wpil.co.in to find out the details and accordingly may prefer an application to Investor Education and Protection Fund Authority (IEPFA) for claiming unpaid amount and shares out of IEPF by filling on line form no. IEPF-5 pursuant to sub-section 3 of Section 125 of the Companies Act, 2013 and rule 6(13) & 8(1) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. Mr.U.Chakravarty, General Manager (Finance) and Company Secretary has been designated as the Nodal Officer of the Company to coordinate between Members and IEPFA whenever required. Members may communicate with the Nodal Officer in relation to any query above matter at e-mail id uchakravarty@wpil.co.in.

15. The notice of the Meeting along with route map to AGM venue will be available on the Company's website http:/www.wpil.co.in and the website of the National Securities Depository Limited (NSDL) at http:/www.evoting.nsdl.com.

16. Relevant statements, pursuant to Section 102(1) of the Companies Act, 2013, in respect of items of special business are annexed hereto.

17. In Compliance with provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules,2014, as amended the Companies (Management & Administration) Rules,2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015, the Company is pleased to provide Members facility to exercise their right to vote on all resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through electronic voting services. The facility of casting the votes by the Members using voting system from a place other

than the venue of the AGM ("remote e-voting") will be provided by the National Securities Depository Limited (NSDL).

18. The facility for voting through Polling Paper shall be made available at the AGM and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through Polling Paper.

19. The remote e-voting period commences on Tuesday, the 6th August, 2019 at 9:00 A.M. and ends on Thursday, the 8th August, 2019 at 5:00 P.M. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date of, 2nd August, 2019 may cast their votes by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution cast by the Member, the Member shall not allowed to change it subsequently.

20. **The procedure to login to e-Voting website consists of two steps as detailed hereunder:**

Step 1 : Log-in to NSDL e-Voting system

a) Visit the e-Voting website of NSDL. Open web browser by typing the URL: https://www.evoting.nsdl.com/.

b) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.

c) A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

d) Your User ID details will be as per details given below :

i) 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******).

ii) 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**************).

iii) 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***).

e) Your password details are given below:

i) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

ii) 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 enter the 'initial password' and the system will force you to change your password.

iii) 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, your 'initial password' is communicated to you on your postal address.

f) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

i) 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.

ii) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

iii) 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.

iv) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL

g) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

h) Now, you will have to click on "Login" button.

i) After you click on the "Login" button, Home page of e-Voting will open.

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

a) 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.

b) 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.

c) Select "EVEN" of WPIL Limited.

d) Now you are ready for e-Voting as the Voting page opens.

e) 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.

f) Upon confirmation, the message "Vote cast successfully" will be displayed.

g) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

h) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

i) Institutional shareholders (i.e other than individual, HUF, NRI etc) are required to send scan copy (PDF format/ JPG format) of relevant Board Resolution/Authority letter together with attested specimen signature of duly authorized signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail to Scrutinizer pvsm17@rediffmail.com with a copy marked to evoting@nsdl.co.in

j) In case of any query, you may refer the Frequently Asked Question (FAQs) for Members and remote e-voting user manual for Members available at the "downloads" section of www.evoting.nsdl.com or call on toll free no. : 1800-222-990.

21. The notice is being sent to all Members, whose names appear on the Register of Members as received from NSDL/ CDSL as on Saturday, 22nd June, 2019. The dispatch of notice, Attendance Slip, Proxy Form and E-voting

Particulars will be completed on Tuesday, 2nd July, 2019..

22. Any person who acquires the shares of the Company and becomes a Member of the Company after dispatch of notice and holding shares as of the cut-off date of 2nd August,2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or mcssta@rediffmail.com.

23. The Voting rights shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 2nd August,2019

24. A Member may participate in AGM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the AGM

25. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the AGM through Polling Paper.

26. The Board of Directors of the Company has appointed Mr. P.V.Subramanian, Company Secretary in whole time practice, (CP No. 2077) as a Scrutinizer for conducting the entire process of polling (both voting electronically and through Polling Paper) in a fair and transparent manner.

27. The Chairman shall, at the AGM, at the end of the discussion on the resolutions on which the voting is to be held, allow voting with the assistance of Scrutinizer, by the use of polling papers for all those members who are present at the AGM but have not cast their votes by availing remote e-voting facility.

28. The Scrutinizer after conclusion of voting at the AGM, shall first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in presence of at least two witnesses, not being in the employment of Company and shall make, not later than forty eight hours of the conclusion of AGM a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman, who shall countersign the same and declare the Results of the voting forthwith.

29. The Results declared along with report of Scrutinizer shall be placed on the Company's website www.wpil.co.in and on the website of NSDL immediately after the declaration of the Results by the Chairman. The Results shall also be immediately forwarded to BSE Limited, Mumbai and CSE Limited, Kolkata.

Request to the Members:

1. Members desiring any relevant information on the Accounts at the Annual General Meeting are requested to write to the Company at least seven days in advance, so as to enable the Company to keep the information ready.
2. As a measure of economy and green initiative resorted by the Company, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies of Annual Report to the Meeting.
3. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for ensuring easy identification of attendance at the Meeting.
4. For convenience of the Members, attendance slip is annexed to the proxy form. Members are requested to fill in and affix their signatures at the space provided therein and handover the Attendance slip at the entrance of the place of Meeting. Proxy/Representative of a member should mark on the Attendance slip as "Proxy" or "Representative" as the case may be.

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

RESOLUTION AT ITEM NO. 5

The Board of Directors of the Company on the recommendations of the Audit Committee has approved the appointment of Messers. D. Radhakrishnan & Co., Cost Accountants, as a Cost Auditors of the Company to conduct audit of the Cost records maintained by the Company in respect of "other machinery" for the year ended 31st March, 2019 at a remuneration of Rs.85,000/- (Rupees Eighty five thousand only) plus applicable Goods and Service Tax and out of pocket expenses to be incurred for conducting Cost Audit. In terms of provisions of Rule 14 (a) (ii) of the Companies (Audit and Auditors) Rules, 2014, for the purpose of subsection (3) of section 148 of Companies Act, 2013, it is necessary for Members to ratify the remuneration of Cost Auditors which has been recommended by Audit Committee and subsequently considered and approved by Board of Directors.

The intimation as to the appointment of Cost Auditors communicated in writing to Messers. D. Radhakrishnan & Co., Cost Accountants, is available for inspection at the Registered office of the Company during the business hours on any working day prior to the date of Annual General Meeting.

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested in this resolution except as Shareholder of the Company. The Board commends the Ordinary Resolution for ratification by the Shareholders. The passing of the aforesaid resolution also do not relate to or affect any other Company.

RESOLUTION AT ITEM NO. 6

Pursuant to the provisions of section 161 of the Companies Act, 2013, read with the provisions of Article 123 of the Articles of Association of the Company and provisions of section 149 of the Companies Act, 2013 and also in terms of the recommendation of the Nomination and Remuneration committee, the Board of Directors at its meeting held on 25th March,2019, appointed Mr. Rakesh Amol (DIN 01374484) as Additional Independent Director of the Company to hold office up to the date of next Annual General Meeting of the Company or last date on which the Annual General Meeting should have held whichever is earlier. A notice in writing, under Section 160 of the Companies Act, 2013 has been received from a member of the Company signifying his intention to propose Mr. Rakesh Amol as candidate for the office of the Independent Director.

The Directors are of the opinion that his knowledge and experience will be of benefit to the Company. The Board of Directors, therefore, recommends that the resolutions set out at item no. 6 of the Notice convening the meeting be approved and passed.

The notice in writing, under Section 160 of the Companies Act, 2013, which has been received from a member of the Company is available for inspection at the Registered office of the Company during the business hours on any working day prior to the date of Annual General Meeting.

Except Mr. Rakesh Amol, none of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested in passing of the resolution set out at item no. 6 of the Notice.

RESOLUTION AT ITEM NO. 7

The Members of the Company at their Sixtieth Annual General Meeting held on 31st July, 2014, appointed Mr. Samarendra Nath Roy (DIN 00408742) as an Independent Director of the Company for a period of five years from the conclusion of Sixtieth Annual General Meeting to the conclusion of Sixty Fifth Annual General Meeting of the Company. In terms of provisions of Section 149(10), an Independent Director may be re-appointed for second consecutive term of five years on approval of Shareholders through special resolution subject to the provisions of

152 of the Companies Act, 2013. A notice in writing, under Section 160 of the Companies Act, 2013 has been received from a member of the Company signifying his intention to propose re-appointment of Mr. Samarendra Nath Roy as Independent Director for second consecutive term of five years from the conclusion of Sixty fifth Annual General Meeting of the Company.

The Securities and Exchange Board of India (SEBI) vide its circular dated May 09, 2018 has amended SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and has mandated all listed companies vide Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 to obtain shareholders' approval through Special Resolution for appointment/ continuation of directorship of a Non-Executive Director who has attained the age of 75 years w.e.f. April 01, 2019. Since Mr. Samarendra Nath Roy, Independent Director of the Company has attained the age of seventy five years, consent of the Members by way of Special Resolution is sought by the Company in compliance with Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, to continue to hold his term of office under proposed tenure of re-appointment up to the conclusion of Seventieth Annual General Meeting of the Company from the conclusion of Sixty fifth Annual General Meeting of the Company.

Mr. Samarendra Nath Roy has vast and rich experience over a period of four decades in project Management and execution of many big Engineering Projects. His familiarities with the Company's business and industry environment and vast experience in project management have contributed appreciably to the growth of business of the Company.

The Directors are of the opinion that the Company will derive innumerable benefits from his valuable advice and guidance which will be conducive to the further growth of business of the Company.

The Board of Directors, therefore, recommends that the resolutions set out at item no. 7 of the Notice convening the meeting be approved and passed.

The notice in writing, under Section 160 of the Companies Act, 2013, which has been received from a member of the Company is available for inspection at the registered office of the Company during the business hours on any working day prior to the date of Annual General Meeting.

Except Mr. Samarendra Nath Roy, none of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested in passing of the resolution set out at item no. 7 of the Notice.

Registered Office :
Trinity Plaza, 3rd Floor
84/1A, Topsia Road (South)
Kolkata-700 046

Date : 23rd May, 2019
Place : Kolkata
CIN : L36900WB1952PLC020274

By Order of the Board

U. CHAKRAVARTY
General Manager (Finance)
and Company Secretary

Brief resume of Directors seeking appointment/re-appointment at the Sixty Fifth Annual General Meeting in pursuance of Regulations 26(4) and 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Secretarial Standards-2 on General Meetings issued by The Institute of Company Secretaries of India.

Name of the Director	**Mr. V. N. Agarwal**	**Mrs. Ritu Agarwal**	**Mr. Samarendra Nath Roy**	**Rakesh Amol**
Director Identification Number (DIN)	00408731	00006509	00408742	01374484
Date of Birth	15.01.1939	31.03.1975	21.06.1943	05.07.1963
Date of First Appointment	26. 04. 2001	31.03.2015 (As Additional Director)	23.05.2005	25.03.2019 (As Additional Independent Director)
Qualifications	B.E.	Bachelor of Business Data Processing from Lady Shri Ram College, New Delhi	B.Tech (Hons) in Electrical Engineering from IIT Kharagpur	B.E.(Mechnical), MBA (Finance)
No. of Shares Held	NIL	NIL	NIL	NIL
Nature of Expertise	Having in depth exposure to and involvement in steering diverse business and has considerable experience and expertise in management of Engineering Industries.	Having experience in Corporate finance, Administration and other aspect of Corporate Management in diversified fields.	Having experience of more than 46 years Post qualification experience in Project Management and execution of many big Engineering Projects including Farrakka Super Thermal Power Project and Barkreshwar Thermal Power Station. Mr. Roy was Executive Director of BHEL, Bhopal and Jhansi units.	Having more than 33 years of global experience in working with Large Public & Multi-National Corporations engaged in Infrastructure, Power Generation, Water Treatment & water Resource Management, Capital Equipment & Manufacturing business etc.
Relationship between Directors inter-se	Father-in-law of Mrs. Ritu Agarwal and Father of Mr. Prakash Agarwal.	Daughter-in Law of Mr. V. N. Agarwal and Wife of Mr. Prakash Agarwal.	None	None
Other Directorships	Tea time Limited Neptune Exports Limited Orient International Limited Asutosh Enterprises Limited	Spaans Babcock India Limited. Asutosh Enterprises Ltd. Live-Life Buildcon Pvt. Ltd.	North Dinajpur Power Limited Rajgarh Agro Products Limited Techno Ganga Nagar Green Power Generating Co. Limited	None

	V.N. Enterprises Limited HSM Investments Limited Hindusthan Udyog Limited Bengal Steel Industries Limited Northern Projects Limited Aturia International Pte. Limited (Singapore)	Morgan Finvest Pvt. Ltd. Bengal Steel Industries Ltd.	Techno Birbhum Green Power Generating Co. Limited Techno Electric & Engineering Co. Limited Techno Power Grid Co. Ltd. Teloijan Techno Agro Limited	

DIRECTORS' REPORT
TO THE MEMBERS

The Directors of the Company have the pleasure in presenting their 65th Annual Report on the business and operations of the Company for the financial year ended 31st March 2019.

FINANCIAL HIGHLIGHTS (STANDALONE)

	2018-19 (Rs. in Lacs)	2017-18 (Rs. in Lacs)
Total Income	**54,252.10**	44,345.67
Profit before interest, Depreciation and Taxation	**12,313.56**	8,155.62
Interest	**395.41**	724.01
Depreciation	**319.59**	315.50
Profit before Taxation	**11,598.56**	7,116.11
Provision for Taxation	**4,254.26**	2,360.47
Profit for the year	**7,344.30**	4,755.64
Other Comprehensive Income (Net)	**(8.05)**	(23.95)
Total Comprehensive Income for the year	**7,336.25**	4,731.69
Balance brought from previous year	**4,818.02**	3,321.44
Profit available for appropriation	**12,154.27**	8,053.13
Transfer to General Reserve	**5,845.32**	3,000.00
Final Dividend with Tax on Dividend	**470.98**	235.11
Balance available in surplus account in Balance sheet	**5,837.97**	4,818.02

OPERATIONS

Your Company maintained its growth with good performances across all its business verticals. The Company achieved revenues of Rs.542.52 crores during the Financial Year 2018-19 and recorded higher profitability amidst slow economic activities and down trend of domestic business environment. The key driver beyond this robust performance has been your company's focus on designing and supplying large critical pumps using improved technologies through its in-house research and development coupled with major improvement in export business and strong performance of the Infrastructure division. The major challenge lies ahead to sustain and grow from this level of growth and to deliver further improved products to customers in terms of efficiency, productivity and cost.

The company continues to leverage its expanding product portfolio and market infrastructure across the spectrum of water management and is now well positioned in the power, municipal, irrigation and industrial sectors. Its focus on strategic direction on new product development and manufacturing infrastructure has allowed it to surpass customer expectation with regards to quality and delivery. With a strong order book, increased availability of infrastructural resources and access to global markets, the Company stands committed to continue its growth and strengthen its position in the market by providing greater value for its Customers and other stakeholders.

The standalone revenue of the Company recorded Rs.542.52 crores for the year ended 31st March, 2019 as against Rs.443.46 crores in the previous year signifying growth of 22.34%. The standalone Total Comprehensive Income for the year ended 31st March, 2019 was at Rs.73.36 crores as against Rs. 47.32 crores in the previous accounting year reflecting an increase of 55.03%. Earnings per share grew by 54.43 % to Rs75.19 from Rs.48.69 of last year. This growth in turnover and profits are results of good execution of orders with higher value addition primarily from the Infrastructure division and export supported by the capacity expansions previously undertaken.

The consolidated revenues of the Company also grew to 1177 crs with enhanced profitability at 145.62 crores . This was driven by excellent performance at the European operations both at Gruppo Aturia Italy and Rutschi France and supported by Aturia International.

DIVIDEND

After considering the performance of the year, cash flow, increased share capital and necessity to augment its working capital to sustain the growth of activities in the coming year, the Directors of the Company are pleased to recommend dividend of rupees seven and fifty paisa per share for the year ended 31st March, 2019.

The Dividend, if approved at the forthcoming Annual General Meeting, will be paid to those shareholders whose names are registered at the close of the business on 2nd August, 2019 or to their mandates subject however, to the provisions of Section 126 of the Companies Act, 2013.

TRANSFER TO RESERVE

The Board of Directors proposes to transfer Rs.58.45Crores to the General Reserve. An amount of Rs.200 crores is proposed to be retained in the General Reserve Account.

INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, dividend which remains unpaid or unclaimed for a period of seven years from the date of its transfer to unpaid dividend account is required to be transferred by the Company to "Investor Education and Protection Fund" (IEPF) established by the Central Government under the provisions of Section 125 of the Companies Act, 2013. During the year, dividend remaining unpaid/ unclaimed relating to financial year 2010-11 of Rs. 2,09,966/- has been transferred to IEPF. Further in compliance to provisions of Section 124(6) of the Companies Act, 2013, read with Rule 6 of the "Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules , 2016 and Amendment Rules,2017, 58,307 Ordinary shares in respect of which dividend remained unpaid/unclaimed for seven consecutive years or more had been transferred by the Company to the Demat Account of IEPF Authority through Depositories by following the procedures prescribed by Ministry of Corporate Affairs.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required by Schedule V(B) under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management discussion and analysis report for the year under review is appended below:

A. BUSINESS

The company is engaged in the business of fluid handling – from supply of pumps to turnkey project execution. It supplies a comprehensive range of pumps to the Industrial, municipal and irrigation sectors and operates globally through its international subsidiaries. The company also has a strong Infrastructure division which undertakes water management contracts in the above sectors.

B BUSINESS ENVIRONMENT

The domestic market in 2018-19 was extremely difficult with a slowdown in both private and public sector investment. In the private sector the overhang of rising non-performing assets and leveraged balance sheets continues to hamper fresh investments. While a series of elections disrupted public investments.

However, with improving political situation, the company expects large investment in both the municipal and irrigation sectors to meet Government objective of providing piped water to every household by 2023.

Internationally, the business environment improved with fresh investments planned in the Middle East and the firming of oil prices. The company has started to see business prospects improving across all its major markets with generation of enquiries.

The company has been consolidating and growing its products portfolio and constantly expanding into new markets to achieve its growth objectives with a long term vision to be an important manufacturer of pumps and supplier of systems in the global fluid handling sector with a presence across the entire value chain and relevant markets.

Major initiatives undertaken have been to strengthen the Infrastructure Division to offer complete fluid handling solutions especially involving newer smart technologies and using SCADA systems for remote monitoring. Further, the focus on its International business yielded good results and allowed the Company to achieve higher sales on a consolidated basis. The Company aims to continue its focus on export and development of its International business to protect it from any potential down trend in the domestic market.

C. OPERATIONAL REVIEW

DOMESTIC OPERATIONS

The performance of the Company across all its business verticals was commendable especially the Engineered pump and Infrastructure Divisions. The Engineered pump division executed a large mixed flow pump export order and completed supplies of 30 mw pump turbines to Telengana Irrigation. While, the infrastructure Division had Irrigation and Municipal projects under execution in Madhya Pradesh / Telengana / Gujarat and Africa.

Engineered Pump Division

The performance of this division was driven by supply of large pumps for Irrigation and municipal sectors. The Division has further enhanced its capabilities with commissioning of its offshore fire pump package, supply and erection of large pump turbines and high head pumps for piped Irrigation. With further order booking and availability of adequate infrastructure facilities, this division is poised for growth of revenue in the near future.

Conventional Pump Division

Throughout the year, the division focused on rationalizing its product range and enhancing capacities by addition of new CNC machines/ advanced design software and new testing facilities. The major thrust is to raise output and enhance quality to meet the demand for energy efficient pumps. The growth in exports requires constant product enhancement to benchmark against the global leaders.

The range of submersibles were further enhanced with specially designed high quality motors as well as an impressive range of dry submersibles. Further there was the completion of the high efficiency horizontal pumps range. With a strong, enhanced product portfolio and a good order book the Division is excited about the future prospects.

Infrastructure Division

The Infrastructure Division had a good year with strong performance in both export and domestic markets. The Division is executing a large turnkey Irrigation project in Africa along with our Italian company Aturia which is in an advanced stage and on the domestic front executing Irrigation projects in Telengana/Gujarat and Madhya Pradesh. Similarly, it is executing water supply projects in Madhya Pradesh and Rajasthan. The revenue of this Division increased appreciably during the year as a lot of projects were cleared. With a strong orderbook in irrigation and Rural water distribution aligned with the Government’s initiative to provide water to all, this division is confident to growth further in near term with its competence.

INTERNATIONAL OPERATIONS

The performance of Gruppo Aturia was encouraging as it has started finally achieving its potential. The performance of its Nuclear subsidiary, Pompes Rutchi SAS (France) and Rutchi Fluid AG (Switzerland) were also encouraging as the nuclear market starts its revival.

The Company is actively pursuing monetization of the assets of Mathers, UK.

The performance of WPIL South Africa is consistent and expects to grow in the near term with growth of demand. The potential is huge with the severe power and water shortfall the country and neighboring regions are facing. It has been held back due to the recent political turmoil.

The performance of Sterling Pumps is stable which maintains its focus on the Australian Irrigation market. The performance of the Company will be greatly improved with the recovery of Oil & Gas Market which seems to be underway.

WPIL Thailand had a subdued year as the country was in election mode and most Irrigation and municipal projects were postponed. With the Government formation now complete all held up projects should restart and the company is hopeful of a strong year.

Clyde India

The operations of the Company improved over the previous year and the company expects to maintain its growth.

D. FUTURE OUTLOOK

The business environment in the future is likely to remain dynamic and challenging. This makes it imperative for your Company to be future ready to meet challenges in its core focus areas such as improved products performance, distribution, customers, people and safety. The Company is actively leveraging technology and innovation as an enabler of future growth, market leadership and continued success. The company continues to leverage newer applications-led technology to penetrate new markets and increased demand for its products.

The Company being one of the leaders in the pump industry foresees good growth in both domestic and international operations and continues to strengthen its business by diversifying across geographies and product categories to both de-risk and grow business. All divisions are well equipped to deal with their growing order book and provide good quality and delivery of products to continue enhanced market share. The Company feels that its focus on its International operations and the Infrastructure Division would drive revenues going forward. Further, the company is now developing its Oil & gas business segment to capitalize on upcoming investments in the sector.

E OPPORTUNITIES AND THREAT, RISK AND CONCERNS

WPIL has strengthened itself with necessary manufacturing infrastructure and financial health to be a very strong Company in its sector. Its products have a technical edge in the market and are the preferred choice of its customers. Along with this its support services and team of competent, qualified and experienced personnel command great respect in the market place. A combination of such strong qualities should help to maintain its growth in the recent past.

The biggest concern remains geo political risks such as major currency fluctuation, political stability and commodity price swings. The company is putting in place policies to minimize impact in such scenarios.

F. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place adequate system of internal control through the process of Operational Internal Audit and the same is monitored by the Internal Audit conducted by external professional audit firm, which independently reviews and strengthens the control measures. Internal Audit of all operational units was carried out during the year under report as per the scope approved by the Audit Committee of Directors. The internal audit teams regularly briefs the management and the Audit Committee on their findings and also recommend the steps to be taken with regard to deviations, if any. Internal Audit Reports are regularly submitted for perusal of Senior Management to initiate appropriate action as required.

G. HUMAN RESOURCES AND INDUSTRIAL RELATIONS.

The People process is at the heart of Company's successful story. The Company lays significant importance for all round developments of its Human Resources with special emphasis to train the employees at all levels to enhance their effectiveness in their contribution to the overall performance of the Company through skill up-gradation, knowledge improvement and attitudinal change. These enable the employees at all levels to cope with the competitive environment through which the Company is passing at present and to achieve the desired corporate objective.

The industrial relations climate in the Company continued to remain harmonious and cordial. The Company has a vibrant atmosphere and able to face challenges of economic downturn with fortitude. Various welfare measures and recreational activities are also being continued side-by side of production to maintain such relations.

The Company had 466 employees on the roll at the end of the year under review as against 447 last year.

H. SIGNIFICANT CHANGE IN KEY FINANCIAL RATIOS.

The Operating profit Margin(%) and Net Profit Margin(%) during financial year under review significantly improved over the previous financial year owing to growth in turnover resulting from increased volume and sizable execution of orders with higher value addition primarily from project division in Irrigation and export. Stringent control over the Cost of various items of expenses exercised over the year coupled with reduction of finance cost also contributed to higher profitability achieved during the year compared to previous year. The information is intended pursuant to the requirements of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018

CORPORATE GOVERNANCE

The Company has always followed the principles of good Corporate Governance through attaining a highest level of transparency, professionalism, accountability and integrity in its functioning and conduct of business with due respect to laws and regulations of the land.

Necessary measures have been adopted to comply with the requirements of the Listing Agreements with Stock Exchanges wherein the Company's shares are listed and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended by SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations, 2018. A separate report on Corporate Governance adopted by the Company, which is given in Annexure- B, forms part of this report.

A certificate from the Auditors of the Company regarding the compliance of the conditions of Corporate Governance is attached to this report.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of the requirements of Section 134 (5) of the Companies Act, 2013, the Directors confirm that;

(i) in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departure;

(ii) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;

(iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance of the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) the Directors had prepared the Annual Accounts on going concern basis;

(v) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively and

(vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

Both, the Managing Director and Executive Director have furnished the necessary certification to the Board on these financial statements as required under Part B of Schedule II under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

DIRECTORS

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr.V.N.Agarwal and Mrs Ritu Agarwal retire by rotation and being eligible, offer themselves for re-appointment. Pursuant to the provisions of section 161 of the Companies Act, 2013, read with the provisions of Article 123 of the Articles of the Company and provisions of section 149 of the Companies Act, 2013, and also in terms of the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 25th March,2019, appointed Mr. Rakesh Amol as Additional Independent Director of the Company to hold office up to the date of next Annual General Meeting of the Company or last date on which the Annual General Meeting should have held whichever is earlier. A notice in writing, under Section 160 of the Companies Act, 2013 has been received from a member of the Company signifying his intention to propose Mr. Rakesh Amol as candidate for the office of the Independent Director. Mr. Samarendra Nath Roy was appointed as an Independent Director of the Company for a period of five years from the conclusion of Sixtieth Annual General Meeting to the conclusion of Sixty fifth Annual General Meeting of the Company. In terms of provisions of Section 149(10), an Independent Director may be re-appointed for second consecutive term of five years on approval of Shareholders through special resolution subject to the provisions of 152 of the Companies Act, 2013. Mr. Samarendra Nath Roy has already attained seventy five year as on 1st April, 2019. A notice in writing, under Section 160 of the Companies Act, 2013 has been received from a member of the Company signifying his intention to propose re-appointment of Mr. Samarendra Nath Roy as Independent Director for second consecutive term of five years from the conclusion of Sixty fifth Annual General Meeting of the Company. The Brief resume of the Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting in pursuance to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed to the Notice convening Sixty Fifth Annual General Meeting.

The Company has received declarations from all Independent Directors confirming that they meet the criteria of independence as prescribed in sub-section (6) of Section 149 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Second Amendment Rules, 2018 and the 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 as amended by SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

POLICY FOR DIRECTORS' APPOINTMENT

The Company recognizes that an enlightened Board could effectively create a culture of leadership to provide long term vision, improve the quality of governance and invite the confidence of stakeholders. In order to ensure that Board Directors can discharge their duties and responsibilities effectively, the Company aims to have a Board with optimum combination of experience and commitment. The Company also believes the importance of Independent Directors in achieving the effectiveness of the Board. A diverges Board enables efficient functioning through differences in perspective and skill and also fosters differentiated thought process at the back of varied industrial and management expertise, gender, knowledge and geographical background. The policy of the Company for appointment of Directors and criteria for determining the qualifications, positive attitude and independence of a Director can be accessed to its website at www.wpil.co.in

POLICY FOR REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES'

The Company recognizes the fact that there is a need to align the business objective with the specific and measurable individual objectives and targets. The Company has therefore formulated the remuneration policy for its Directors, Key Managerial Personnel and other employees keeping in view of the following objectives.

1) Ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
2) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
3) Remuneration to Directors, Key Managerial Personnel and Senior Management involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

The remuneration policy of the Company for its Directors, Key Managerial Personnel and other employees can be accessed to its website at www.wpil.co.in

AUDITORS

Pursuant to the requirements of Section 139 of the Companies Act, 2013, and pursuant to the approval of Members at the Sixty Third Annual General Meeting, Messers. S.R.Batliboi & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 301003E/E300005) had been appointed as Statutory Auditors, of Company to hold the office from the conclusion of 63rd Annual General Meeting till the conclusion of 68th Annual General Meeting. As such no resolution to this effect has been proposed in the notice convening the forthcoming Sixty Fifth Annual General Meeting of the Members of the Company.

COMPANIES (ACCOUNTS) RULES, 2014

Information under section 134(3)(m) of the Companies Act,2013, read with Rule 8 of the Companies(Accounts) Rules, 2014, relating to Conservation of Energy, Technology Absorption and Foreign Exchange earnings and outgo so far as is applicable to the Company are furnished in Annexure-A which forms a part of this Report.

CODE OF CONDUCT

The Company has formulated Code of Conduct in compliance to the requirements of Regulation 17(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015. This code of conduct applies to Board Members and Senior Management Personnel of your Company. Confirmations towards adherence to the code during the financial year 2018-19 have been obtained from all Board Members and Senior Management Personnel in terms of the requirements of Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 and a declaration relating to compliance to this code during the year under review by all Board Members and Senior Management Personnel has been given by the Managing Director of the Company in terms of Schedule V(D) under regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements)Regulations,2015 which accompanies this report.

DEMATERIALIZATION OF SHARES

The Company's shares are under transfer-cum-demat option. Shares of the Company can only be traded in dematerialized form. You have the option to hold the Company's shares in demat form through National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL). 98.86% of the total equity share capital of the Company was held in dematerialized form with NSDL and CDSL as on 31st March, 2019.

CONSOLIDATED FINANCIAL STATEMENTS

As required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013, the Consolidated Financial Statement of the Company and its group of entities are provided in this Annual Report. The Consolidated Financial Statements of the Company along with those of its Subsidiaries and Joint Venture Companies have been prepared as per Indian Accounting Standards (IND-AS) 27 issued by the Institute of Chartered Accountants of India and shown the financial resources, assets, liabilities income, profits and other details of the Company and its group of entities as a single entity.

The performance and financial position those of its Subsidiaries and Joint Venture Companies considered in the Consolidated Financial Statements are provided in accordance with the provisions of Section129 of Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014 as a separate statement annexed to the note on Accounts containing salient features of the financial statements of the Company's subsidiaries/ joint ventures in form AOC-1. The Company publishes the Audited Consolidated Financial Statements in the Annual Report. As such, Annual Report 2018-2019 does not contain financial statements of the subsidiaries in terms of General Circular No. 2/2011 dated 8th February, 2011, issued by the Ministry of Corporate Affairs. In terms of the requirements of SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations, 2018, financial statements of subsidiaries have been placed at www.wpil.co.in

COST AUDIT

The Company had appointed M/s. D. Radhakrishnan & Co., Cost Accountants as the Cost Auditors of the Company for the financial year 2018-19 under Section 148 of the Companies Act, 2013 to conduct Cost Audit relating to Cost Records maintained by the Company in respect of other machinery. As required under Rule 14 of the Companies (Audit and Auditors) Rules 2014, for the purpose of subsection (3) of Section 148 of the Companies Act, 2013, the remuneration payable to the Cost Auditors for the year under review as recommended by Audit Committee and considered and approved by Board will be placed before the members for ratification at the ensuing Annual General Meeting.

EXTRACTS OF ANNUAL RETURN

As provided under Section 92(3) of the Companies Act, 2013, extract of the Annual Return prepared in form MGT-9 pursuant to Rule 12 of the Companies (Management and Administration Rules), 2014 is furnished in Annexure-D which form a part of this report.

NUMBER OF BOARD MEETINGS HELD :

The Board of Directors duly met five times during the Financial Year from 1st April, 2018 to 31st March, 2019. The dates on which the Meetings were held are 29th May, 2018, 14th August, 2018, 9th November, 2018, 12th February,2019 and 5th March,2019.

SECRETARIAL AUDIT

According to the provisions of Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment of and Remuneration of Managerial Personnel) Rules, 2014, every listed Company to annex with its Board report, a Secretarial Audit Report given by Company Secretary in practice in the form MR-3.

The Board of Directors appointed M/s. Rinku Gupta & Associates, Practicing Company Secretaries, as Secretarial Auditors to conduct the Secretarial Audit of the Company for the financial year 2018-19. The report did not contain any qualification, reservation or adverse remark. The Secretarial Audit Report as submitted to the Company is enclosed in Annexure- C which forms a part of this report.

PARTICULARS OF LOAN,GUARANTEE OR INVESTMENTS

Details of Loan, Guarantee or Investments covered under the provisions of Section 186 of the Companies Act, 2013 as on 31st March, 2019 are attached in Annexure- E which forms a part of this report.

RELATED PARTY TRANSACTIONS

All contracts/arrangements/transactions entered by the Company during the financial year with Related Parties that were on arm's length basis and in the ordinary course of business. As required under SEBI (Listing Obligations and Disclosure Requirements) 2015, related party transactions are placed before the Audit Committee for approval. Wherever required, prior approval of the Audit Committee is obtained on an omnibus basis for continuous transactions and the corresponding actual transactions become a subject of review at subsequent Audit Committee Meeting.

There were no materially significant related party transactions entered into by the Company with Promoters, Directors, Key Managerial personnel or other designated persons which could conflict with the interest of the Company as a whole and as such, disclosure in form AOC-2 pursuant to Rule 8(2) of the Companies (Accounts) Rules, 2014 is not required.

The Board of Directors of the Company has, on the recommendation of Audit Committee, adopted a policy to regulate transactions between Company and related parties, in compliance of applicable provisions of the Companies Act, 2013, the Rules thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy on materiality of Related Party Transactions and dealing with Related Party Transactions as approved by the Board may be accessed to Company's website www.wpil.co.in

The transactions entered by the Company during the financial year with Related Parties have been disclosed in line with the requirement of IND-AS 24 in Note 44 to the financial Statements

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has been a socially responsible corporate and its core value defines the way it operates and create value with the larger society. The company's four basic principle comprising safety, integrity, sustainability and respect form the basis of its CSR policy. The Company is therefore committed to behave responsibly towards people and society at large where it operates to develop social welfare. In line with its CSR Policy, the Company's CSR commitment centres around three thematic areas- Education, Health & Hygiene, and Safe Drinking water. In terms of Section 135 and

Schedule VII of the Companies Act, 2013, the Board of Directors of the Company had constituted a CSR Committee comprising of Four Directors, one of whom is Independent. CSR Committee of the Board has formulated a CSR policy of the Company and recommended same to the Board. The Board had approved the CSR activities undertaken by the Company as recommended by the CSR Committee which are enclosed in Annexure-F. Some of the CSR projects/ initiative taken up/sustained during the year include providing medical services through organizing medical camps, distribution of spectacles, arrangement of Cataract surgery through renowned organization, setting up of free medical clinic including supply of medicines at free of cost over the year, distribution of books, re-imbursement of honorarium paid to teachers engaged in school run by NGO at Kolkata, Purulia and Uttar Kashi, Setting up water vending machines to provide supply of safe drinking water, and arrangement to supply drinking water from deep tube well through overhead storage tanks at five dispensing points at Jangal Mahal in the district of West Midnapur. Some CSR initiatives and projects planned during the year could not be taken up for several reasons. The CSR Policy as approved by the Board may be accessed to Company's website at www.wpil.co.in

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013, a vigil mechanism of Directors and Employees to report genuine concerns has been established. The Whistle Blower Policy (vigil Mechanism) may be accessed to Company's website at www.wpil.co.in . During the year under review, no protected disclosure from any whistle blower was received by the designated officer under the Vigil Mechanism.

RISK MANAGEMENT

The Risk Management Committee consists of Mr. P. Agarwal (Chairman), Mr. S.N.Roy and Mr. K .K. Ganeriwala. The Committee has been entrusted with the task for rendering assistance to the Board in (a) assessing and approving the Company's wide risk management framework; (b) Overseeing that all risks that the organization faces comprising Strategic, financial, Credit, Market, Liquidity, Investment, Property, legal, Regulatory Reputational and other risks of the Company have been identified and assessed and there is adequate Risk Management Infrastructure in place capable of addressing those risks in time and effectively. The holistic approach provides the assurance that, to the best of its capabilities, the Company identifies, assesses and mitigates risks that could materially impact its performance in achieving stated objectives.

The Company manages monitors and reports on principal risks and uncertainties that can impact its ability to achieve its strategic objectives. Organizational structures, processes, standards, code of conduct and behaviors all taken together constitute the management system of the Company that governs as to how Company conducts its business and manages risks associated with it.

The Company has introduced several improvements to integrate Enterprises Risk Management, internal control management and assurance framework and processes to drive a common integrated view of risks, optimal risk mitigation responses and efficient management of internal control supplemented by Internal Audit and assurance activities. The integration is enabled by all three being fully aligned across group wide Risk Management, Internal Control and Internal Audit methodologies and processes. Going forward, the criticality of Risk Management an organization faces, the Company is constantly striving for developing a strong culture for Risk Management and awareness within the organization across all verticals.

INTERNAL FINANCIAL CONTROL

The Company has in place adequate Internal Financial Controls with reference to financial statement. During the year such controls were tested and no reportable material weakness in the design and operation has been noticed.

Particulars of Employees and related disclosures

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013, read with Rules 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended are provided in Annexure – G. Pursuant to provisions of Section 197(12) of the Companies Act, 2013, read with Rules 5 (2) of the Companies (Appointment and Managerial Personnel) Rules,2014, as amended, a statement containing the names and other prescribed particulars of top 10 employees in terms of remuneration drawn is annexed to and forms part of this report. However, having regards to the provisions of first proviso of Section 136(1) of the Companies Act, 2013, the Annual Report is being sent to all the Members of the company excluding this information. The aforesaid statement is available for inspection by the Shareholders at the registered office of the Company during business hours on working days up to the date of the ensuing Annual General Meeting. Any shareholder interested in obtaining a copy of the said information may write to the Company Secretary at the Registered office of the Company and same will be furnished on request and said information may be accessed at the website of the Company. Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rules 5 (2) (i), (ii) & (iii) & 5(3) of the Companies (Appointment and Managerial Personnel) Rules, 2014, as amended are not furnished since there was no employee during the year who was in receipt of remuneration set out in the said Rules.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, and as prescribed by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Board of Directors has carried out an annual evaluation of its own performance, Board Committee and Individual Directors of the Company.

The Board evaluated its performance after considering the inputs received from all Directors based on the Criteria comprising composition and structure of the Board with diverse background and experience, flexible and effective board procedures, inflow of the right amount and quality of timely information and functioning etc.

The Board evaluated performance of its Committee after considering the inputs received from all Committee Members based on the Criteria involving composition of the Committee with diverse experience and skill, effectiveness of the Committee etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of the Individual Directors on the basis of the criteria such as, contribution of the Individual Directors to the Board and Committee Meetings like preparedness on the issue to be discussed meaningful and constructive contribution, inputs in meetings, updated on skill, knowledge, familiarity with Company and its business etc. Similarly, Board evaluated the performance on the Chairman based on the criteria of effective leadership, constructive relationships and communications within the Board, addressing of the issue and concerns raised by the Members of the Board etc. The evaluation of Independent Directors had been undertaken by the entire Board of Directors except Independent Directors who was subject to evaluation. The evaluation of Independent Directors were primarily focused on performance of Director together with fulfillment of Criteria of Independence as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 as amended by SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations, 2018.

The Independent Directors at their separate meeting evaluated the performance of Board as a whole, performance of the Chairman and performance of Non-Independent Directors after taking into accounts the views of Executive Directors and Non-Executive Directors. The same was discussed in the Board Meeting held following the meeting of the Independent Directors, at which the performance of the Board, its committees and Individual Directors was also discussed.

INVESTOR SERVICES

In compliance to the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulation,2015, the Company has dedicated a separate page for Investors Services in its Website at www.wpil.co.in . This page contains particulars for the information of Investors as prescribed under Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company keeps on updating these particulars as and when necessary.

STATUTORY DISCLOSURES

None of the Directors of the Company are disqualified as per the provisions of Section 164(2) of the Companies Act, 2013. The Directors of the Company has made necessary disclosures as required under various provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015. Further the company has complied with all applicable secretarial standards during the year as prescribed by The Institute of Company Secretaries of India and this disclosure is made in conformity with the requirements of revised version of secretarial standards SS-1 effective from 1st October, 2017 issued by The Institute of Company Secretaries of India.

PUBLIC DEPOSITS

The company has not accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and no public deposits were outstanding or remained unclaimed as on 31st March, 2019.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the Regulators or Courts or Tribunal that would impact the going Concern status of the Company and its future operations.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE

The Company is committed to provide and promote a safe, healthy and congenial atmosphere irrespective of gender, cast, creed or social class of the employees. The Company has in place the requisites Internal Committee as envisaged in the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 to redress complaints, if any, received regarding sexual harassment. No complaint on the issues covered by the said act was reported to the Internal Committee/Board during the year.

MATERIAL CHANGES AND COMMITMENT

There were no material changes and commitments affecting the financial Position of the Company, which has occurred between the financial year to which these financial statements relate and date of this report.

INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS

There have been no instances of any fraud reported by the Statutory Auditors under Section 143(12) of the Companies Act, 2013.

COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES.

In terms of circular SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated 15th November, 2018 and pursuant to SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, the Board of Directors, is of opinion that the Company does not deal with products which requires it to enter into forward contract to hedge against price fluctuation that may end up in a substantial loss.

GREEN INITIATIVE

The Company has taken initiative of going green and minimizing the impact on the environment. The Company has been circulating the copy of the Annual Report and disseminating other information in electronic format to all those Members whose email address is available with the Company. Your Company would encourage other Members also to register themselves for receiving Annual Report and other communications in electronic form. Further, of late SEBI vide its circular no. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20.04.2018 directed all Companies to make payment of dividend to the shareholders through approved electronic modes and also directed that updated Bank Details of the shareholders must be maintained by the Companies and if not available, the same must be obtained from the concerned shareholders. The Ministry of Corporate Affair through its various circulars issued from time to time directed the Company to obtain information from shareholders as to Email Id, PAN and phone No. During the year under review, your Company had sent separate communications to these effects thrice to the concerned Shareholder by Registered Post.

DISCLAIMER

Statement in the management discussion and analysis and Directors' Report describing the Company's strength, projections and estimates are forward-looking statements and progressive within the meaning of applicable laws and regulations though the Company believes expectations reflected in such forward looking statements are reasonable. However, no assurance can be given that such expectations will prove to have been correct. Actual results may vary from those expressed and implied, depending upon the economic conditions, Government Policies and other incidental factors. Readers are cautioned to repose undue reliance on the forward looking statements.

ACKNOWLEDGEMENT

The Directors take this opportunity to express their whole-hearted appreciation for the unstinted support and co-operation received from the Central Government, various State Governments and Government undertakings, Banks, Financial Institutions, Customers and Shareholders during the year under review. The Directors also wish to place on record their appreciation for the service rendered by the employees at all levels in the Company and for their valuable contributions towards the performance of the Company.

For and on behalf of Board of Directors

P. AGARWAL — Managing Director
DIN 00249468

K. K. GANERIWALA — Executive Director
DIN 00408722

Place : Kolkata
Date : 23rd May, 2019

PARTICULARS OF DISCLOSURE UNDER RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014.

A) CONSERVATION OF ENERGY

Following measures were adopted during the year for conservation of energy. The impact of the above measures have the effect of reduction of energy consumption leading to saving of energy cost by Rs. 1,5000/- per month.

AT PANIHATI

- For the office building, many of old electrical utilities / wiring have been replaced by new wiring.
- Officer's seating arrangement re-organized for maximum utilization of illumination fittings and Air-conditioners.

AT GHAZIABAD PLANT

Conservation Of Energy

- Power saving awareness is ongoing
- Use of High Speed Diesel is replaced with PNG in many production processes in foundry for cost saving and clean/green environment

B) RESEARCH & DEVELOPMENT (R&D)

Following are the specific areas in which R&D activities have been carried out by the Company during the year under review.

AT PANIHATI PLANT

New Pump Models/Components Developed:

- Development of high efficiency vertical turbine pumps of rotor pull out type (specific speed 4900 to 5300 US NS) of design flow range 16000 to 18000 M3 per hr and head range 22M to 24M.
- New Journal Bearing Housing Assembly, pad type for large Vertical Volute pumps.

DEVELOPMENT OF HSC PUMPS

1. 12LNV29
2. 20PMN HORIZONTAL AXIAL FLOW
3. 10LN32 IN 1450RPM
4. PDMV 200-470
5. PDMV 300-440
6. PDMV 250-515
7. ANTI-REVERSE ROTATION ARRANGMENT IN 12LN17.

DEVELOPMENT OF MF /MN PUMPS

1. 8MFV13
2. 8MF18
3. 6MF16
4. CUTTER ARRANGMENT FOR MN PUMP MODEL.

DEVELOPMENT OF END SUCTION

WPE END SUCTION SERIES (IN 34 MODELS) FULLY DEVELOPED & STANDARDIZED.

DOCUMENTATION & STANDARDIZATION:-

1. HSC - U-MODEL SERIES- REDESIGNED FOR LOWER BEARING TEMP.
2. HSC - LN, LR SERIES– GADs& BASE FRAMES STANDARDISED.
3. LN,LR, WXH MULTISTAGE, WQ SCF & SEWAGE, BOREWELL SUBMERSIBLE PUMPSET STANDARDIZED & NEW DATA BOOK DESIGNED.

DEVELOPMENT OF SEWAGE PUMP

1. WQ 125D-500

DEVELOPMENT OF SUBMERSIBLE PUMPS

VARIOUS MODELS IN 6” & 8” WITH HIGHER EFFICIENCY & HEADS

DEVELOPMENT OF BORWELL SUBMERSIBLE MOTOR

1. 100, 125, 150, 200 HP - 8’’ MOTOR 194 SPL FRAME
2. 1150, 200, 230, 300 HP- 10’’ MOTOR 240 SPL FRAME

SOFTWARE - CFD/MECHANICAL ANALYSIS

1. 12LN29, HORZ. 20PMN AXIAL FLOW CFD & MECHANICAL.
2. 12LN17 CFD ANALYSIS AT DIFFERENT IMPELLER EYE DIA.

   12MN24 CFD WITH VANE NOS, EXIT ANGLE, VA

- Mechanical and Maxwell Design software has been procured and in use for designing of electric motors.

ADDITION OF NEW FACILITIES

- Rain Water harvesting installation.
- Installation of 5 nos - Air ventilators in M/c Shop No 2..
- Procurement, Installation and use of Optical Hardness Testing M/c range 95.5HB to 601HB in Fdy. Lab
- Procurement & Installation and use of CNC - VTL & VMC (from Aturia).
- Procurement and use of Copper rod straightening & cutting machine for Sub.Motor
- Improvement of surface finish of castings with controlled system for coating and surface treatment of mould & Core
- Procurement and use of Fusion Welding of 8"& 10" Sub-motor (Longitudinal Seam)
- Soft water/RO water iron tank cover replaced with RCC Construction for cost saving.\
- Capacity enhancement of EOT crane from 2 MT to 5 MT at VT assembly area.
- Re-allocation of balancing machine to minimize process time and job movements.
- Procurement and use of Mechanical and Maxwell Design Software to design electrical motors.

(C) TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION\

- CFD (Computational Fluid Dynamics) laboratory already established at R&D department further strengthened by skilled manpower. Internationally acclaimed CFD software ANSYS CFX has been installed at Kolkata and Ghaziabad design centres. These design centres are regularly conducting Flow Pattern Analysis for performance improvement of pumps and sump flow pattern analysis.
- New Licenses of 3D Modeling Software Solid Works installed at R&D Department. This will help to develop 3D Models of Pump Components to facilitate manufacturing by CNC Machines.

FUTURE PLAN OF ACTION

- New design and development of high performance models for addition to Propeller Pump Range.
- New CNC machines installed to enhance manufacturing capability of pump components in large nos. Now these are on final trial for shaft machining.
- New plant layout for machining and assembly of pumps to enhance productivity.

TRAINING

* **R&D engineers attended in-house workshop on "Smart Pump Technology".**

INTERNATIONAL CERTIFICATIONS

AT GHAZIABAD PLANT

- Final assessment audit completed for NABL accreditation of Mechanical and Spectro Analysis in Foundry.

CONTINUAL IMOROVEMENT

- Re-arranging of Machines & Tools to upgrade the existing facilities.
- Planning made for new CNC Shop for which shifting / installation of machines is in hand.
- New design and development of high performance models for additional pump ranges.
- Product standardization.

FOCUS ON PUMP PERFORMANCE:

- Continuous review and analysis of past and present pump performance test results. Corrective and preventive measures are being taken regularly.
- Continuous Root Cause Analysis/Preventive action / Review of results against non-conformance of work, product and services are being taken regularly.

VALUE ENGINEERING:

- Value engineering and performance improvement of Horizontal and Vertical Pumps and development of investment cast impellers of Horizontal pumps is a continual process

STANDARISATION

- Standardisation of vertical turbine pump components and Horizontal pump components with focus on reduction of size and configuration variation. Overall goal is to reduce pump delivery time by maintaining stock of standard components. The design standardization of pump components on shaft size basis is complete and has substantially improved on delivery of horizontal pumps. Now standardization of vertical pump Bowl Assembly items are in progress. This will help reducing delivery time of long-setting vertical turbine pumps.

QUALITY SYSTEM

- Awareness training conducted for Kolkata operation plants implementation of IMS (as per ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018.).

HUMAN RESOURCE & DEVELOPMENT.

- Training by Internal & External faculty on EHS & QMS (Technical & calibration and measurement and inspection of components before assembly) is being made regularly.
- 727 Man hours training imparted on during F/Y 2018-19 against the target of 500 Man hours.

(D) FOREIGN EXCHANGE EARNINGS AND OUTGO

	Rs. In lacs
Total foreign exchange earned during the period	14,157.92
Total foreign exchange used	1,174.81

For and on behalf of Board of Directors of WPIL Limited
(CIN : L36900WB1952PLC020274)

P. AGARWAL — Managing Director
DIN 00249468

K. K. GANERIWALA — Executive Director
DIN 00408722

Place : Kolkata
Date : 23rd May, 2019

REPORT ON CORPORATE GOVERNANCE

Annexure – B

Pursuant to para C, D & E of Schedule V under Regulation 34(3) of SEBI (LODR) Regulations, 2015 as amended by SEBI(LODR)(Amendment) Regulations,2018 to the extent applicable.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company's philosophy on Corporate Governance aims to attain the highest level of transparency, professionalism, accountability and integrity in its functioning and conduct of business with due respect to laws and regulations of the land. It is directed in such a way that it performs effectively keeping in view customers and its business, employees and long term interest of the stakeholders. Your Company is committed to good Corporate Governance and continuously reviews various investors' relationship measures with a view to enhance stakeholders' value. Your Company within its web of relationships with its borrowers, shareholders and other stakeholders has always maintained its fundamental principles of Corporate Governance-that of integrity, transparency and fairness. For your Company, Corporate Governance is a continuous journey, seeking to provide an enabling environment to harmonize the goals of maximizing the shareholders' value and maintaining a customer centric focus.

Your Company maintains that efforts to institutionalize Corporate Governance practices cannot solely rest upon adherence to a regulatory framework. Your Company's Corporate Governance compass has been its newly adopted business practices, its values and personal beliefs, reflected in actions of each of its employees.

Your Company believes that while an effective policy on Corporate Governance must provide for appropriate empowerment to the executive management, it must also create a mechanism of internal controls to ensure that powers vested in the executive management are properly used with appropriate consideration and responsibility so as to fulfill the objectives of the Company.

The Board of Directors fully support and endorse Corporate Governance practices as per the provisions of the Listing Regulations as applicable from time to time. Your Company takes proactive approach and revisits its governance practices from time to time so as to meet business and regulatory approach. The Corporate Governance structure in your Company is based on an effective independent Board, the separation of the Board's supervisory role from the executive management and constitution of Board Committees primarily focused on independent Directors and chaired by independent Directors to oversee the critical areas.

2. BOARD OF DIRECTORS

Your Company has a broad-based Board of Directors constituted in compliance with the terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and in accordance with best practices in Corporate Governance. The Board of Directors of your Company comprises Executive and Non-Executive Directors; the latter include independent professionals who are also Independent Directors.

In accordance with the governance policy, Directors are eminent professionals with experience in business /finance / management. Managing Director and Executive Director are appointed /re-appointed with the approval of shareholders for a period of three years or for a shorter duration as the Board deems fit from time to time. All Directors other than Independent Directors, Managing Director and Executive Director are liable to retire by rotation. One-third of the Directors retire by rotation every year and are eligible for re-election. In terms of the Articles of Association of the Company, as amended, the strength of the Board shall not be less than three or more than twelve. The present strength of the Board of Directors is seven, of which two are Executive Directors.

The following is the composition of Board as on 31st March, 2019.

Sl. No.	Category	No. of Directors	Percentage of total No. of Directors
1.	Non-Executive Director and Promoter	1	14.29
2.	Non-Executive Woman Directors and Promoter	1	14.29
3.	Non –Executive Independent Directors	3	42.84
4.	Executive Director and Promoter (Managing Director)	1	14.29
5.	Executive Director	1	14.29
	TOTAL	7	100.00

The Board comprises of seven Directors, two of whom are Managing Director & Executive Director and rests are Non-Executive Directors. The Directors are eminently qualified and have rich experience in business, finance and corporate management. The Independent Directors do not have any pecuniary relationship or transaction with the Company, promoters or management, which may affect their judgments in any manner. The day-to- day management of your Company vests with the Managing Director and the Executive Director subject to the superintendence, control and direction of the Board of Directors.

The policy formulation, evaluation of performance and the control function vest with the Board, while the Board Committee oversees the operational issues. The Board meets at least once in a quarter to consider inter alia the quarterly performance of your Company and financial results. The Directors attending the meeting actively participate in the deliberations at the meetings.

The names of the Board Members, their attendance at the Board Meetings and General Body Meeting held during the financial year under review and the number of other Directorships and the Board Committee Memberships held by them as at 31st March, 2019, are given below.

Name of the Board Members	Category (1)	Board Meetings attended out of 5 Meetings held during the year	Attendance at the last AGM held on 14th August, 2018	Number of other Directorships held in Indian Public and Private Limited companies (5)	Number of other Committee Memberships (2)
Mr. Prakash Agarwal (4)	MD &P	5	Present	10	2
Mr. V. N. Agarwal	NED & P	5	Present	9	8
Mr. K. K. Ganeriwala	ED	5	Present	11	7 (3)
Mr. S. N. Roy	NED & ID	4	Absent	7	1
Mr.Utpal Kumar Mukhopadhyay (7)	NED & ID	1	Absent	5	3(1)
Mrs Ritu Agarwal (6)	NED & P	5	Present	5	NIL
Mr. Anjan Dasgupta	NED & ID	5	Present	NIL	NIL
Mr. Rakesh Amol	NED & ID	–	–	NIL	NIL

(1) MD: Managing Director; NED: Non-Executive Director, P: Promoter; ID: Independent Director and ED: Executive Director.

(2) Excludes the memberships of the committee other than the Audit Committee and Stakeholders Relationship Committee in Public Limited Company..

(3) Figure in brackets indicates Committee Chairmanship.

(4) Mr. Prakash Agarwal is the son of Mr. V.N. Agarwal.

(5) Does not include directorship in Foreign Companies.

(6) Mrs Ritu Agarwal is the wife of Mr. Prakash Agarwal.

(7) Mr. Utpal Kumar Mukhopadhyay, an independent Director of the Company passed away on 20th June, 2018 and above particulars concerning to him have been furnished till 19th June, 2018.

(8) Mr. Rakesh Amol has been appointed as Additional Independent Director of the Company from 25th March, 2019 and above particulars concerning to him have been furnished from 25th March, 2019.

Name of Listed Entities where the Directors of the Company are Directors and category of Directorship as on 31st March, 2019

Sl.	Name of the Directors	Name of listed entities	Category of Directorship
1.	Mr. Samarendra Nath Roy	Techno Electric & Engineering Co. Limited WPIL Limited	Independent Independent
2.	Mr. Prakash Agarwal	Hindusthan Udyog Limited Bengal Steel Industries Limited WPIL Limited	Non-executive & Promoter Non-executive & Promoter Managing Director
3.	Mr. V.N.Agarwal	Tea Time Limited Neptune Exports Limited Orient International Limited Asutosh Enterprises Limited Bengal Steel Industries Limited Northern Projects Limited WPIL limited Hindusthan Udyog Limited	Non-executive & Promoter Non-executive & Promoter Non-executive & Promoter Non-executive & Promoter Non-executive & Promoter Non-executive & Promoter Non-executive & Promoter Managing Director
4.	Mrs. Ritu Agarwal	Asutosh Enterprises Limited Bengal Steel Industries Limited WPIL limited	Non-executive & Promoter Non-executive & Promoter Non-executive & Promoter
5.	Mr. K.K.Ganeriwala	WPIL limited Bengal Steel Industries Limited Tea Time Limited Neptune Exports Limited Orient International Limited Asutosh Enterprises Limited	Executive Director Independent Independent Independent Non-executive Non-executive
6.	Mr. Anjan Dasgupta	WPIL Limited	Independent
7.	Mr. Rakesh Amol	WPIL Limited	Additional (Independent)

None of the Directors on the Board of the Company is a Director in more than eight listed companies and is a member of more than ten committees and/or acts as a chairman/chairperson of more than five committees across all the listed companies in which he/she is a Director.

Further, no Independent Director serves in more than seven listed companies and no person who is serving as a Whole-time Director in a listed company is serving as an Independent Director in more than three listed companies.

Details of Board Meetings held during the financial year

During the Financial Year 2018-19, Five Board Meetings were held on 29th May, 2018, 14th August, 2018, 9th November, 2018, 12th February, 2019, and 25th March, 2019.

3. COMMITTEE OF THE BOARD

Presently, there are six Committees of the Board- (1) Audit Committee, (2) Nomination and Remuneration Committee, (3) Stakeholders Relationship Committee, (4) Corporate Social Responsibility Committee (5) Share Transfer Committee and (6) Risk Management Committee.

The terms of reference of Board Committees are determined by the Board from time to time. Meetings of each Board Committee are convened by Committee Chairman. Minutes of Board Committee Meetings are placed at the Board for information. The respective roles and compositions of these Committees, including the number of meetings held during the financial year and the related attendance are provided below:-

I. AUDIT COMMITTEE

The Audit Committee provides general direction and oversees the audit and risk management function in the Company. It carries out periodic review of accounting policies and internal control systems, reviews the quality of internal and management audit reports, ensures the reliability of financial and other management information and adequacy of disclosures; it also acts as an interface between the Statutory and the Internal Auditors and the Board of Directors.

The terms of reference of the Audit Committee are in line with Part C of Schedule II of Regulation 18(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

The terms of references of Audit Committee include the followings:

- Overseeing Company's financial reporting process and disclosures of its financial information.
- Recommending appointment or removal of the Statutory Auditors, fixing of audit fees and approving payments for any other services.
- Reviewing with the management the quarterly and annual financial statements with primary focus on:
  - a) Matters to be included in the Directors' Responsibility Statement comprised in the Board Report in terms of Clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013.
  - b) Accounting policies and practices.
  - c) Compliance with Accounting Standards.
  - d) Accounting- based on exercise of judgment by management.
  - e) Qualification in the draft Audit Report.
  - f) Compliance with listing Regulations and other legal requirements concerning financial statements.
  - g) Significant adjustments arising out of audit.
  - h) The going concern assumptions.
  - i) Related party transactions.
- Reviewing with the Management, the Internal and the Statutory Auditors the adequacy and compliance of internal control systems.
- Reviewing Company's financial and risk management policies.
- Reviewing the Internal Audit functions and reports and major findings of the Internal Auditors.
- Pre-audit and post-audit discussions with the Statutory Auditors to ascertain the area of concern.

The Audit Committee comprises of two Non-Executive Directors, and one Executive Director. All the Non-Executive Directors are Independent Directors. Members of the Committee are financially literate and have accounting and financial management expertise. The General Manager (Finance) and Company Secretary acts as the Secretary to the Committee. The Managing Director and the representatives of the Internal and the Statutory Auditors are permanent invitees to the Audit Committee Meeting. The Board of Directors at its meeting held on 14th August, 2018 reconstituted Audit Committee of Directors following the demise of Mr. Utpal Kumar Mukhopadhyay with Mr. Anjan Dasgupta, (Independent Director) as Chairman and Mr. S.N.Roy (Independent Director) and Mr. K.K.Ganeriwala (Executive Director) respectively as members of this Committee.

During the year ended 31st March, 2019, the Audit Committee Meetings were held on 29th May, 2018, 14th August, 2018, 9th November, 2018 and 12th February, 2019.

The composition of the Audit Committee and the attendance of the members as on 31st March, 2019 are furnished below:

Sl. No.	Name of Member of Audit Committee	No. of meetings attended	Number of meetings held during Members tenure
1.	Mr. U. K. Mukhopadhyay	1	1
2.	Mr. S. N. Roy	3	4
3.	Mr. K. K. Ganeriwala	4	4
4.	Mr. Anjan Dasgupta	4	4

II. Nomination and Remuneration Committee

The Board of Directors at its meeting held on 14th August, 2018 reconstituted the Nomination and Remuneration Committee of Directors by designating Mr. Anjan Dasgupta, Independent Director as the Chairman of this Committee. The composition of Nomination and Remuneration Committee of Directors as on 31st March, 2019, consists of Mr. Anjan Dasgupta, (Chairman), Mr. S.N.Roy Independent Director and Mr. V. N. Agarwal, Non-Executive Director. The terms of reference of the Nomination and Remuneration Committee primarily cover formulation of criteria for determining the qualifications, positive attitudes and independence of Directors, recommend to the Board a policy relating to the remuneration of Directors, Key Managerial Personnel and other employees, identify the persons who are qualified to become Director and who may be appointed as Senior Management Personnel in accordance with criteria laid down and recommend to the Board for their appointment and removal and to carry out evaluation of performance of every Director, Fixation of remuneration, gradation, scales, perquisites, increments etc. of the Managing Director and the Executive Director.

The remuneration of the Managing Director/ Executive Director is determined by the Board of Directors within the statutory limits subject to the Shareholders approval and on the basis of recommendations of the Nomination and Remuneration Committee.

During the Financial year 2018-19, two Nomination and Remuneration Committee Meeting was held on 12th February, 2019 and 25th March, 2019 respectively which were attended by all members constituting the Committee.

The criteria for performance evaluation of Independent Directors as laid down by Nomination and Remuneration Committee are furnished below:

Criteria for performance evaluation of Independent Directors

a) Updated on skills, knowledge, familiarity with the Company and its business.

b) Acts objectively and constructively while exercising duties.

c) Participates in development of strategies and risk management.

d) Committed to the fulfillment of a Director obligations and fiduciary responsibilities- these include participation and attendance.

e) Demonstrates quality of analysis and judgment related to progresses and opportunities and need for changes.

f) Contributes towards and monitor Company's Corporate Governance Practice.

g) Keeps well informed about the Company and the external environment in which it operates.

h) Does not unfairly obstruct the functioning of an otherwise proper Board or Committee of Board.

i) Pays sufficient attention and ensures that adequate deliberations are held before approving the Related Party Transactions.

j) Contributes adequately to address the top management issues.

k) Acts within authority and assists in protecting the legitimate interests of the Company, its Shareholders and its employees.

l) Ensures that vigil mechanism has been properly implemented and monitored.

m) Reports concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy.

n) Does not disclose confidential information, commercial secrets, technologies, unpublished price sensitive information unless such disclosure is expressly approved by the Board or required by law.

o) Attendance at the General Meeting of the Company.

The Non-Executive Directors draw remuneration from the Company by way of sitting fees for attending the Meetings of the Board and its Committees. The fees are determined by the Board from time to time within the statutory guidelines. However, Non-Executive Directors as a whole are entitled to receive commission not exceeding 1% of Net Profit of the Company in lieu of their services to the Company.

A. Details of remuneration paid to the Managing Director and the Executive Director during the financial year ended 31st March, 2019 are given below:

Name	Designation	Salary (Rs.)	Contribution to funds (Rs.)	Perquisites & Allowances (Rs.)	Commission (Rs.)	Total (Rs.)
Mr. Prakash Agarwal	MD	36,00,000	4,82,321	24,60,000	18,00,000	83,42,321
Mr. K.K. Ganeriwala	ED	27,00,000	3,24,000	18,29,673	13,50,000	62,03,673

There was no stock option during the financial year ended 31st March, 2019.

B. Details of remuneration paid/payable to Non-Executive Directors during the financial year ended 31st March, 2019 are as follow:-

Sl. No.	Name of Directors	Commission (Rs.)	Sitting fees (Rs.) Nature of Meeting Board	Committee	Total (Rs.)
1.	Mr. V.N. Agarwal	1,00,000/-	25,000/-	15,000/-	1,40,000/-
2.	Mr. S.N.Roy	1,00,000/-	20,000/-	45,000/-	1,65,000/-
3.	Mr. Utpal Kumar Mukhopadhyay	—	5,000/-	5,000/-	10,000/-
4.	Mrs. Ritu Agarwal	1,00,000/-	25,000/-	—	1,25,000/-
5.	Mr. Anjan Dasgupta	1,00,000/-	25,000/-	30,000	1,55,000/-

III. Stakeholders Relationship Committee

The Stakeholders Relationship consists of Mr. S.N.Roy (Chairman), Mr. Prakash Agarwal and Mr. K.K.Ganeriwala. The Committee meets usually in every quarter and looks into the various issues relating to Shareholders'/ Investors grievances' including redressal of their complaints regarding transfer of shares in physical form, non-receipt of Annual Report, non-receipt of dividend warrants etc. During the financial year ended 31st March, 2019, 5 Nos. of Investors' complaints / queries were received altogether and no complaint / query was pending for redressal as on 31st March, 2019. Mr. U. Chakravarty, General Manager (Finance) and Company Secretary acts as Secretary to the Committee. During the year four meetings were held on 29th May, 2018, 14th August, 2018, 9th November, 2018 and 12th February, 2019 and particulars of attendance of the members as on 31st March, 2019 are furnished below.

Sl. No.	Name of Member of Stakeholders Relationship Responsibility Committee	No. of Meetings attended	Number of Meetings held during Members tenure
1.	Mr. S. N. Roy	3	4
2	Mr. Prakash Agarwal	4	4
3	Mr. K. K. Ganeriwala	4	4

IV. SHARE TRANSFER COMMITTEE

The Committee consists of Mr. S.N.Roy (Chairman), Mr.P.Agarwal and Mr. Mr.K.K.Ganeriwala. The Committee usually meets at least once in every month that approves and monitors transfers, transmission, rematerialisation, sub-division and consolidation of securities in physical form and issue of new and duplicate Share Certificates by your Company. There was no transfer/transmission of shares pending for registration as on 31st March, 2019 and all the certificates relating to valid transfer of shares were issued during the year within 30 days from the respective dates of valid lodgment. During the Financial year 2018-19, 10 Meetings were held and particulars of attendance of the members as on 31st March, 2019 are furnished below

Sl. No.	Name of Member of Share Transfer Committee	No. of Meetings attended	Number of Meetings held during Members tenure
1.	Mr. S.N. Roy	8	10
2	Mr. Prakash Agarwal	10	10
3	Mr. K.K. Ganeriwala	10	10

V. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Committee consists of Mr. S.N.Roy (Chairman), Mr. V.N.Agarwal, Mr. Prakash Agarwal and Mr. K.K. Ganeriwala. The terms of reference of the Corporate Social Responsibility Committee basically cover formulation of a Corporate Social Responsibility Policy of the Company which cover the activities to be undertaken by the Company as specified in Scheduled VII to the Companies Act, 2013 and recommend the same to the Board for adoption. Recommend the amount of expenditure to be incurred on the activities as specified in the Policy and monitor Corporate Social Responsibility Policy of the Company from time to time. During the year one meeting was held on 25th July, 2018, which was attended by all members constituting this committee.

VI RISK MANAGEMENT COMMITTEE

The Committee consists of Mr. P.Agarwal (Chairman), Mr. S.N.Roy and Mr. K.K.Ganeriwala. During the year one meeting was held on 12th February, 2019 which was attended by all members though it is not mandatory on the part of the Board to constitute this committee as provisions of Regulation 21(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 do not apply to the Company.

The Committee was basically entrusted with the responsibility to assist the Board in overseeing and approving the Company's enterprises wide risk management framework and ensuring that all the risks that the organization faces have been assessed and identified and there exists adequate risk management infrastructure capable of addressing those risks.

Mr.U.Chakravarty, General Manager (Finance) and Company Secretary has been designated as the Compliance Officer of the Company. Investors may contact Mr. U. Chakravarty at e-mail ID uchakravarty@wpil.co.in for registering their complaints and also to take necessary follow-up action. Mr.U.Chakravarty has also been appointed as Nodal Officer of the Company who acts as an interface between Investor Education and Protection Fund Authority and Investors whose shares have been transferred to Investor Education and Protection Fund for not claiming unpaid Dividend for consecutive period of seven years.

4. Separate Meeting of Independent Directors

The Independent Directors held a Meeting on 12th February, 2019 without the attendance of Non-Independent Directors and members of Management. All the Independent Directors were present at the meeting. The following issues were discussed at length.

(i) Reviewed the performance of Non-Independent Directors and the Board as a whole;

(ii) Reviewed the performance of the Chairperson of the Company, taking into account views of Executive Directors and Non-Executive Directors;

(iii) Assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

5. Familiarization Programmes of Directors

Whenever new Non-Executive and Independent Directors are inducted in the Board, they are introduced to Company's culture through appropriate orientation session and they are also introduced to the organization structure, company's business model, constitution Board procedures, major risks and management strategy. Detailed discussions held at the Board Meetings as to the status of operations and financial position of the Company provides a thorough input to the Independent Directors to assess the status and overall position of the Company. Besides Code for the Independent Directors as envisaged in the Schedule IV to the Companies Act, 2013, makes them familiar as to their roles, duties and responsibilities in the Company.

The Company had issued formal letter of appointment to the Independent Directors as provided in the Companies Act, 2013. The letters of appointment can be accessed to the Company's website at www.wpil.co.in under Investors Services.

6. BOARD PROCEDURE

The Members of the Board have been provided with the requisite information as provided in Part A of Schedule II of Regulation 17(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 well before the Board Meeting and the same were dealt with appropriately.

All the Directors who are in various committees are within the permissible limits as stipulated in Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Directors have intimated from time to time about their Memberships / Chairmanships in the various Committees in other Companies.

7. GENERAL BODY MEETINGS

I. The details of Annual General Meeting (AGM) held in the last three years are as follows :

Year	Venue	Date	Time	Special Resolution	Postal Ballot
2017-18	"Kala Kunj" Kalamandir (Basement), 48, Shakespeare Sarani, Kolkata-700 017	14.08.2018	10.00 A.M.	No	No
2016-17	"Kala Kunj" Kalamandir (Basement), 48, Shakespeare Sarani, Kolkata-700 017	25.08.2017	10.00 A.M.	Yes	No
2015-16	"Kala Kunj" Kalamandir (Basement), 48, Shakespeare Sarani, Kolkata-700 017	12.08.2016	10.00 A.M.	No	No

No Extra-Ordinary General Meeting was held during the financial year.

II. Details of Special Resolution (s) passed at the Annual General Meeting during last three years.

Special Resolutions passed at the Annual General Meeting held on 25th August, 2017:-

6. **To consider and, if thought fit, to give your assent to the following resolutions as Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 196,197,198 and other applicable provisions, if any, of the Companies Act, 2013, (the Act) read with provisions of Schedule V of the Act or any amendment or re-enactment thereof and subject to such other approval as may be necessary, the Company hereby accords its consent and approval to the re-appointment of Mr. P. Agarwal as Managing Director of the Company for a period of three years with effect from 1st November,2016 on such terms and conditions and payment of remuneration and other perquisites/benefits to Mr. P. Agarwal during the said period of three years as recommended by Remuneration Committee of Directors and also set out in Statement under this item annexed to the notice convening this meeting."

   "RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to the provisions of Schedule V to the Act, the Board of Directors of the Company (hereinafter referred to as "the Board" which terms shall be deemed to include any committee which the Board may constitute to exercise its powers, including powers conferred by this resolution) be and is hereby authorised to alter and vary the terms and conditions of appointment including remuneration, if necessary, in such manner as may be agreed to by and between the Board and Mr. P.Agarwal, within such prescribed limit(s) or ceiling and the agreement between the Company and the Managing Director be suitably amended to give effect to such modification, relaxation or variation without any further reference to the Members of the Company in General Meeting."

7. **To consider and, if thought fit, to give your assent to the following resolutions as Special Resolution**

   "RESOLVED THAT pursuant to the provisions of Section 196,197,198 and other applicable provisions, if any, of the Companies Act, 2013, (the Act) read with provisions of Schedule V of the Act or any amendment or re-enactment thereof, and subject to such other approval as may be necessary, the Company hereby accords its consent and approval to the re-appointment of Mr. K.K.Ganeriwala as Executive Director of the Company for a period of three years with effect from 1st November,2016 on such terms and conditions and payment of remuneration and other perquisites/benefits to Mr.K.K.Ganeriwala during the said period of three years as recommended by Remuneration Committee of Directors and also set out in Statement under this item annexed to the notice convening this meeting."

   "RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to the provisions of Schedule V to the Act, the Board of Directors of the Company (hereinafter referred to as "the Board" which terms shall be deemed to include any committee which the Board may constitute to exercise its powers, including powers conferred by this resolution) be and is hereby authorised to alter and vary the terms and conditions of appointment including remuneration, if necessary, in such manner as may be agreed to by and between the Board and Mr. K.K.Ganeriwala, within such prescribed limit(s) or ceiling and the agreement between the Company and the Executive Director be suitably amended to give effect to such modification, relaxation or variation without any further reference to the Members of the Company in General Meeting."

8. DISCLOSURES

i) Save and except what has been disclosed under Note 44 to the Financial Statements of your Company for the financial year ended 31st March, 2019, there was no materially significant related party transaction, which may have potential conflict with the interests of your Company at large.

ii) Your Company has complied with the provisions of all the applicable regulations as prescribed under SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations, 2018 Consequently no penalties were imposed or strictures passed against the Company by SEBI, Stock Exchange or any other Regulatory Authorities during last three years.

iii) Your Company follows a well laid out Code of Conduct and Business Ethics, which is applicable to all the Members of the Board and Senior Management of the Company up to the level of General Manager. The Code lays down the standards of business conduct, ethics for transparent Corporate Governance. The Members of the Board and Senior Management of the Company adhere to this principle and have agreed to abide them by agreeing to affix their signatures on the same.

iv) Your Company is in compliance with the conditions of the Corporate Governance, which reflect in this report and as specified in Regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosures Requirements), Regulations,2015. The particulars of compliance status can be accessed to the Company's website at www.wpil.co.in under Investors Services

v) The Non-Executive Directors of the Company do not hold Equity Shares of the Company as on 31st March, 2019.

vi) In the opinion of the Board of Directors, the Independent Directors of the Company fulfill all the Conditions specified in these Regulations and are independent of the Management.

vii) The Members of the Company at their Sixty Third Annual General Meeting authorised the Board of Directors of the Company to fix the remuneration payable to Statutory Auditors after consultation with Statutory Auditors. Based on the recommendation of Audit Committee and after consulting Statutory Auditors, the Board of Directors of the Company has approved Rs. 32,50,000 towards remuneration payable to the Statutory Auditors in respect of all services rendered by them for the financial year 2018-19.

viii) The Company total Bank facilities both funded-based and non- funded based are rated by Care Ratings Limited (CARE) which has reaffirmed its long and short term bank facilities credit rating of CARE A and CARE A1 respectively with stable outlook. The rating denotes stable financial position regarding timely servicing of financial obligations.

ix) **Criteria for identification of core skill/expertise/competence of Directors.**

The Company recognizes that a Board of Diverse background and experience can effectively create a culture of leadership to provide a long term vision, improve the quality of governance and invite the confidence of stakeholders. In order to ensure that Board of Directors can discharge their duties and responsibilities effectively, the Company aims to have a Board with optimum combination of experience and commitment. Based on these perspectives, the Board of Directors has identified the following criteria dealing with Core skill/ expertise/ competence of Directors in context to the business of the Company for it to function effectively and those actually available with the Board:

(i) Leadership

(ii) Management & operation of various Industrial Enterprises.

(iii) Familiarities of Business of the Company

(iv) Exposure on various laws

(v) Expertise in Operations & Strategy formulation

(vi) Analytical skills

(vii) Rich experience of administration, economics, and finance fields.

x) The Company is maintaining a functional website viz: www.wpil.co.in and is disseminating the following information on its website, as required SEBI LODR Regulations, 2015:

- ✔ Details of its business;
- ✔ Terms and conditions of appointment of Independent Director;
- ✔ Composition of various committees of Board of Directors;
- ✔ Code of conduct of Board of Directors and Senior Management Personnel;
- ✔ Whistle Blower Policy;
- ✔ Policy on dealing with related party transactions;
- ✔ Nomination & Remuneration policy for Directors, KMPs & Senior Management;

- Corporate Social Responsibility Policy;
- Details of familiarization programs imparted to the Independent Directors;
- Email address for grievance redressal and contact information of Compliance Officer
- Financial information including notice of meeting of Board of Directors to be held for discussion of financial results and annual reports
- Shareholding pattern
- Report of quarterly Compliance of Corporate Governance.
- Contact information of designated official of the Company responsible for assisting and handling Investor Grievances.

9. MEANS OF COMMUNICATION

Sl. No.	Particulars	Remarks
I.	Quarterly Results	Announced within 45 days from the end of Quarter.
II.	Newspapers wherein results normally published	Business Standard/Financial Express (English) and Aajkaal/Dainik Statesman (Bengali)
III.	Any website, where displayed	At Company's own website
IV.	Whether it also displays news releases	Yes
V.	Whether it also displays presentations made to Institutional Investors or to the analysts	No

10. SEBI Complaints redressal System (SCORES):

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and on line redressal of all the Shareholders' complaints. The Company is in compliance with the SCORES and redressed the Shareholders' complaints well within the stipulated time.

11. GENERAL SHAREHOLDERS' INFORMATION

Sl. No.	Particulars	Remarks
I.	**Annual General Meeting to be held**	
(A)	Day	Friday
(B)	Date	9th August, 2019
(C)	Time	2:00 P.M
(D)	Venue	"Kala Kunj", Kalamandir (Basement) 48, Shakespeare Sarani, Kolkata-700 017
II.	Calendar for Financial Results for the Financial year 2019-20	
(A)	1st Quarter ending 30th June, 2019	Before the end of 14th August, 2019
(B)	2nd Quarter and Half-year ending 30th September, 2019	Before the end of 14th November, 2019
(C)	3rd Quarter ending 31st December, 2019	Before the end of 14th February, 2020
(D)	4th Quarter and Annual Results for the year ending 31st March, 2020	Before the end of 30th May, 2020
III.	Dates of Book Closure (both days inclusive)	3rd August, 2019 to 9th August, 2019
IV.	Dividend payment date	The dividend amount will be posted on and around 16th August, 2019.
V.	Name of the Stock Exchanges at which Ordinary Shares are listed and Stock Code assigned to the Company's shares at the respective Stock Exchange	The Ordinary Shares of your Company are listed at the following Stock Exchanges:- i) BSE Limited, Phiroze Jeejeebhoy Tower, Fort, Dalal Street, Mumbai-400 001. Scrip Code: 505872 ii) The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata-700 001. Scrip Code: 10033117
VI.	Payment of Listing Fees	Your Company has paid the Listing Fees for the Financial Year 2019-20 to both the Stock Exchanges.
VII.	ISIN Number for NSDL and CDSL	INE765D01014

VIII.Stock Price Data

The table herein below depicts the particulars of month-wise high and low prices of the Company's shares traded the Stock Exchanges at Mumbai for the financial year ended 31st March, 2019 and movement of month-wise high and low of BSE Sensex during the relevant period.

Month	Quotation at BSE		Quotation at CSE		BSE Sensex	
	High	Low	High	Low	High	Low
April, 2018	637.90	501.00	N.T	N.T.	35,213.30	32,972.56
May, 2018	729.00	516.00	N.T.	N.T.	35,993.53	34,302.89
June, 2018	700.00	546.00	N.T.	N.T.	35,877.41	34,784.68
July, 2018	725.00	565.00	N.T	N.T.	37,644.59	35,106.57
August, 2018	960.00	700.00	N.T.	N.T.	38,989.65	37,128.99
September, 2018	987.00	811.50	N.T	N.T.	38,934.35	35,985.63
October, 2018	890.35	720.00	N.T	N.T.	36,616.64	33,291.58
November, 2018	949.00	790.00	N.T.	N.T.	36,389.22	34,303.38
December, 2018	885.00	771.70	N.T.	N.T.	36,554.99	34,426.29
January, 2019	868.90	710.00	N.T.	N.T.	36,701.03	35,375.51
February, 2019	823.00	720.00	N.T.	N.T.	37,172.18	35,287.16
March, 2019	849.00	731.00	N.T.	N.T.	38,748.54	35,926.94

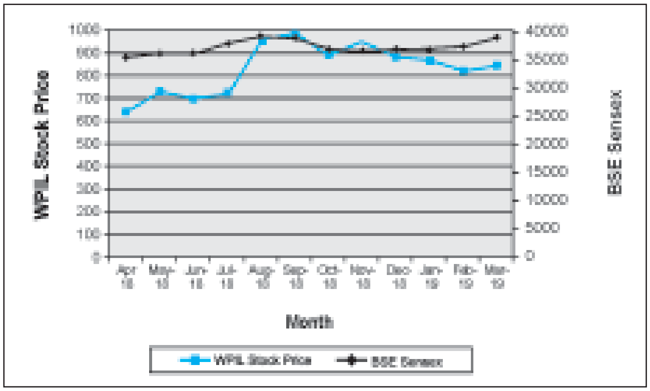
N.T. : No Transaction

Source : 1) www.bseindia.com

2) As Certified by CSE

IX. Movement of Company's Share price at BSE with BSE Sensex

The Chart here in below indicates the comparison of your Company's share price movement vis-à-vis the movement of the BSE Sensex :



X. Share Transfer System

The Share transfers in physical form are at present processed and the Share Certificates are returned, duly transferred in favour of the transferee within 30 days from the date of receipt subject to all documents being in order. The Share Transfer Committee of Directors usually meets once in every month to consider the transfer proposal in physical form.

XI. The Tables herein below shows the distribution pattern of shareholding of the Company as on 31st March, 2019.

i) **Distribution of Shareholding Pattern by ownership :**

Sl. No.	Category	No. of Equity Shares held	Percentage of Shareholding
A.	**Promoters' holding** :		
	1. **Promoters**		
	– Indian Promoters	6721,504	68.82
	– Foreign Promoters	—	—
	2. **Persons acting in concert**	—	—
	Sub-Total	**6721,504**	**68.82**
B.	**Non-Promoters' holding** :		
	3. **Institutional Investors**		
	a) Mutual Fund and UTI	5,65,789	5.79
	b) Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutions/ Non-Govt. Institutions)	566	0.01
	c) Foreign Portfolio Investors	43,093	0.44
	Sub-Total	**6,09,448**	**6.24**
	4. **Others**		
	a) Corporate Bodies	8,03,220	8.22
	b) Indian Public	15,31,999	15.68
	c) NRIs/OCB	42,402	0.44
	d) Any others	58,507	0.60
	Sub-Total	**24,36,128**	**24.94**
	GRAND TOTAL	**97,67,080**	**100.00**

ii) **Distribution of Shareholding by number of shares held:**

Sl. No.	No. of Equity Shares held	No. of holders	Percentage of Total holders	No. of Shares	Percentage of Shareholding
1.	Upto 500	8,906	93.66	6,62,314	6.78
2.	501 to 1000	284	2.99	2,24,019	2.29
3.	1001 to 2000	176	1.85	2,57,506	2.64
4.	2001 to 3000	48	0.5	1,22,419	1.25
5.	3001 to 4000	17	0.18	57,203	0.59
6.	4001 to 5000	16	0.17	74,476	0.76
7.	5001 to 10000	26	0.27	1,87,475	1.92
8.	10001 to 50000	21	0.22	3,61,143	3.7
9.	50001 to 100000	9	0.1	6,44,705	6.6
10.	100001and above	6	0.06	71,75,820	73.47
	Total	9,509	100	97,67,080	100

XII. Dematerialization of Shares

Your Company's Shares are under transfer-cum-demat option. The Shareholders have the option to hold the Company's Shares in demat form through the National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL).

At Present 98.86% of the Company's Shares are held in electronic form and the Company's shares can only be traded in compulsory demat segment in the Stock Exchanges.

XIII. Outstanding GDRs/ADRs/Warrants or any convertible instruments conversion dates and like impact on Equity.	Not applicable as the Company has not issued any GDRs/ADRs.

XIV. Plant Locations :

a) 22, Ferry Fund Road
Panihati, Sodepur
Kolkata-700 114

b) A-5, Sector 22, Meerut Road
Ghaziabad-201 003
Uttar Pradesh

c) 180/176, Upen Banerjee Road
Kolkata-700 060

d) Biren Roy Road (West)
Ganipur, Maheshtala
24 Parganas (South) PIN : 700 141

e) PLOT NO. 1-1-2A-1-1A-1/P/1/C
MIDC, Butibori Industrial Area,
Nagpur-441122, Maharashtra

f) Plot C-41, Road No. 34, Wagle
Industrial Estate, Thane- 400604
Maharashtra.

XV. Address for Correspondence with the Company :

Your Company attended to all Investors' Grievances/ queries/information, requests and had replied to all letters received from the Shareholders within a week of receipt thereof.

All Correspondences may please be henceforth addressed to the Registrar and Share Transfer Agent at the following address.

MCS Share Transfer Agent Limited,
383, Lake gardens, 1st Floor, Kolkata-700045
Phone No. (033) 4072-4051-53
Fax No. (033) 4072-4050
E-mail : mcssta@rediffmail.com
Person to be contacted: Mr. Partha Mukherjee

In case any Shareholder is not satisfied with the response or does not get any response within reasonable time from the Registrar and Share Transfer Agent, he may contact Mr. U.Chakravarty, General Manager (Finance) and Company Secretary and Compliance Officer at phone No. (033) 4055-6800/6813 or communicate at E- Mail ID. uchakravarty@wpil.co.in or through letter to the address of Registered Office of the Company.

Registered Office:

WPIL LIMITED
Trinity Plaza, 3rd Floor,
84/1A, Topsia Road (South),
Kolkata- 700046.
Phone No. (033) 4055-6800
Fax No. (033) 4055-6835.

The above Report has been placed before the Board at its meeting held on 23rd May, 2019 and the same has been approved.

For and on behalf of Board of Directors of WPIL Limited
(CIN : L36900WB1952PLC020274)

Place: Trinity Plaza, 3rd Floor,
84/1A, Topsia Road (South),
Kolkata- 700046.

Date: 23rd May, 2019.

P. AGARWAL Managing Director
DIN 00249468

K. K. GANERIWALA Executive Director
DIN 00408722

Certificate of Compliance with Code of Conduct Policy

Pursuant to Schedule V(D) under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all Board Members and Senior Management personnel of the Company have affirmed compliance to the WPIL Code of Conduct and Ethics for the Financial Year ended 31st March, 2019.

For WPIL Limited

Place: Trinity Plaza, 3rd Floor,
84/1A, Topsia Road (South),
Kolkata- 700046.

Date: 23rd May, 2019.

P. AGARWAL
Managing Director
DIN 00249468

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Members of WPIL Limited
Trinity Plaza, 3rd Floor,
84/1A, Topsia Road (South)
Kolkata- 700 046

1. The Corporate Governance Report prepared by WPIL Limited (hereinafter the "Company"), contains details as required by the provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') with respect to Corporate Governance for the year ended March 31, 2019. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion as to whether the Company has complied with the specific requirements of the Listing Regulations referred to in paragraph 3 above.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised) and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes (Revised) requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of key procedures performed include:

   i. Reading and understanding of the information prepared by the Company and included in its Corporate Governance Report;

   ii. Obtained and verified that the composition of the Board of Directors w.r.t executive and non-executive directors has been met throughout the reporting period;

   iii. Obtained and read the Directors Register as on March 31, 2019 and verified that at least one woman director was on the Board during the year;

iv. Obtained and read the minutes of the following committee meetings held between 1st April, 2018 to 31st March, 2019:

  (a) Board of Directors meeting;
  (b) Audit committee;
  (c) Annual General meeting;
  (d) Nomination and Remuneration Committee;
  (e) Stakeholders Relationship Committee;
  (f) Corporate Social Responsibility Committee;
  (g) Risk Management Committee;
  (h) Share Transfer Committee;

v. Obtained necessary representations and declarations from directors of the Company including the independent directors; and

vi. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

8. Based on the procedures performed by us as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicablefor the year ended March 31, 2019, referred to in paragraph 1 above.

Other matters and Restriction on Use

9. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

10. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Report for events and circumstances occurring after the date of this report.

For **S.R. Batliboi& Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership Number: 060352
UDIN – 19060352AAAABD9853
Place of Signature: Kolkata
Date: May 23, 2019

Annexure – C

Form MR-3
SECRETARIAL AUDIT REPORT

[Pursuant to Section 204(1) of the Companies Act, 2013 and
Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

To
The Members of
M/s. WPIL Limited
Trinity Plaza, 3rd Floor
84/1A, Topsia Road (South)
Kolkata WB 700046

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by M/s. WPIL Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Website, 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 and information received by the Company from MCS Registrar and Transfer Agent Limited as may be considered relevant during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the financial year commencing from 1st April, 2018 and ended 31st March, 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

1. We have examined the Books, Papers, Minute Books, Forms, Returns filed and other Records maintained by M/s. WPIL Limited ("The Company") for the financial year ended on 31st March, 2019, according to the provisions of:

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

      b) The Companies (Amendment) Act, 2017 to the extent applicable.

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

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

   iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Overseas Direct Investments;

   v. The Securities and Exchange Board of India Act, 1992 ('SEBI Act') :

      a. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

      b. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

c. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended, 2015.

d. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

2. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company during the financial year under report:

i. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

ii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

iii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 as amended from time to time;

iv. 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;

v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

vi. The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014.

3. We have also examined compliances with the applicable clauses and regulations of the following:

i. Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 2013 and

ii Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018

iii During the financial year under report, the Company has complied with the provisions of the Companies Act, 2013, as amended 2017 to the extent applicable and the Rules, Regulations, Guidelines, Standards, etc., mentioned above subject to the following observations;

4. OBSERVATIONS :

(a) As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we report that the provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder have been complied with to the extent of Overseas Direct Investments.

(b) As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument during the financial year under report.

5. We have relied on the information and representations made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

6. Management Responsibility

   a) Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

   b) We have followed the audit practices and the processes as were considered 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 the processes and practices, we followed provide a reasonable basis for our opinion.

   c) The Compliance of the provisions of Corporate and other applicable Laws Rules. Regulations and Standard is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.

   d) The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

7 We further report that :

   (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was change in the composition of the Board of Directors during the year with demise of an Independent Director followed by induction of another Independent Director at the Board of the Company.

   (b) 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 of the meeting;

   (c) Unanimous consents were accorded by the Board Members in respect of the business transacted during the financial year under review.

8 We further report that there are adequate systems and processes in the Company with the size and operation of the Company to monitor and ensure compliances with applicable Laws, Rules, Regulations and Guidelines.

FOR RINKU GUPTA & ASSOCIATES
COMPANY SECRETARIES

RINKU GUPTA
COMPANY SECRETARY IN PRACTICE
FCS – 9237, CP NO. 9248

Place : Kolkata
Date: 23rd May, 2019

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

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

Financial year ended on 31.03.2019.

I	REGISTRATION AND OTHER DETAILS	
i)	CIN	**L36900WB1952PLC020274**
ii)	Registration Date	26-02-1952
iii)	Name of the Company	WPIL Limited
iv)	Category/Sub-Category of the Company	Company having Share Capital
v)	Address of the Registered office and contact details	Trinity Plaza (3rd Floor), 84/1A, Topsia Road, (South), Kolkata-700046 Ph: (033) 4055 6800, Fax: (033) 4055 6835
vi)	Whether listed company	Yes (Listed in BSE and CSE)
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	MCS Share Transfer Agent Limited 383 Lake Gardens,1st Floor, Kolkata-700045. Ph: (033) 40724051-53 Fax: (033) 4072-4050. Email: mcssta@rediffmail.com

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:-

Sl. No.	Name and Description of main products/services	NIC Code of the product/service	% to total turnover of the Company
1	Pumps	84137094	24.08
2	Spare Parts and Accessories	84139120	57.38
3.	Installation, Errection & Commissioning	995468	15.70

III. PARTICULARS OF SUBSIDIARY AND ASSOCIATE COMPANIES:

	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/SUBSIDIARY /ASSOCIATE	% of shares held	Applicable section
1.	Aturia International Pte Ltd. 10 Jalan besar # 10-12 Sim Lim Tower, Singapore 208787.	201109507D	Subsidiary	61.53	2(87)
2	Sterling Pumps Pty. Ltd. 30 Lalor Street, Port Melbourne Vic 3207 Australia	108899305	Subsidiary	53	2(87)
3	Clyde Pumps India Pvt. Ltd. A-5, Meerut Road, Sector-XXII, Ghaziabad-201003, Uttar Pradesh.	U29130DL2008 PTC178238	Associate	40	2(6)

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

i) Category -wise Share Holding

Category of Shareholders	No of Shares held at the beginning of the year 01.04.2018				No of Shares held at the end of the year 31.03.2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual/HUF	196442	NIL	196442	2.0113	197843	NIL	197843	2.0256	0.0143
(b) Cenral Govt.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
(c) State Govt.(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
(d) Bodies Corp.	6249777	NIL	6249777	63.9882	6523661	NIL	6523661	66.7924	2.8042
(e) Banks/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
(f) Any others	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
Sub-total									
(A) (1):-	**6446219**	**NIL**	**6446219**	**65.9995**	**6721504**	**NIL**	**6721504**	**68.8180**	**2.8185**
(2) Foreign									
(a) NRIs-Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
(b) Other-Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
(c) Bodies Corp.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
(d) Banks/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
(e) Any Others	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
Sub-total									
(A) (2) :-	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**	
Total shareholding of Promoter									
(A) = (A) (1)+(A)(2)	**6446219**	**NIL**	**6446219**	**65.9995**	**6721504**	**NIL**	**6721504**	**68.8180**	**2.8185**
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	1033003	NIL	1033003	10.5764	565789	NIL	565789	5.7928	-4.7836
b) Banks/FI	200	366	566	0.0058	200	366	566	0.0058	0
c) Central Govt.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
d) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	

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

i) Category -wise Share Holding

Category of Shareholders	No of Shares held at the beginning of the year 01.04.2018				No of Shares held at the end of the year 31.03.2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
g) FPIs	6345	NIL	6345	0.065	43093	NIL	43093	0.4412	0.3762
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
i) Others (Specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
SUB-TOTAL									
(B) (1) :-	**1039548**	**366**	**1039914**	**10.6472**	**609082**	**366**	**609448**	**6.2398**	**-4.4074**
2. Non Institutions									
a) Bodies Corp.									
i) Indian	814648	80	814728	8.3416	803140	80	803220	8.2237	-0.1179
ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.2 lakh	1154105	132236	1286341	13.1702	1341413	110888	1452301	14.8694	1.6992
ii) Individual shareholders holding nominal share capital in excess of Rs.2 lakh	124285	NIL	124285	1.2725	122100	NIL	122100	1.2501	-0.0224
c) Trust	200	NIL	200	0.002	200	NIL	200	0.002	0
d) Others	55393	NIL	55393	0.567	58307	NIL	58307	0.597	0.03
SUB-TOTAL									
(B) (2) :-	**1807095**	**201082**	**2008177**	**22.7863**	**2325160**	**110968**	**2436128**	**24.9422**	**1.5889**
Total Public shareholding (B) = (B)(1)+(B)(2)	**3600731**	**201598**	**3802329**	**38.9300**	**2934242**	**111334**	**3045576**	**31.1820**	**-2.8185**
C. Shares held by Custodian for GDRs &ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	0
Grand Total (A+B+C)	**9565482**	**201598**	**9767080**	**100**	**9655746**	**111334**	**9767080**	**100**	**0**

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of the 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	PRAKASH AGARWAL	196442	2.0113	NIL	197843	2.0256	NIL	0.0143
2	HINDUSTHAN UDYOG LIMITED	3861659	39.5375	NIL	3861659	39.5375	NIL	NIL
3	ASUTOSH ENTERPRIESE LIMITED	1906650	19.5212	NIL	1906650	19.5212	NIL	NIL
4	V.N.Enterprises Limited	481468	4.9295		755352	7.7337	NIL	2.8042
	Total	**6446219**	**65.9995**		**6721504**	**68.818**		**2.8185**

(iii) CHANGE IN PROMOTERS' SHAREHOLDINGS

Sl. No.		Shareholding at the begining 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	**At the beginning of the year**	**6446219**	**65.99950179**		
2	06.04.2018 -Purchased from open Market 13.04.2018 -Purchased from open Market 27.07.2018 -Purchased from open Market			6604883 6720103 6721504	67.62398041 68.80365839 68.8180025
3	**At the end of the year**			**6721504**	**68.8180025**

(iv) Shareholding Pattern of top 10 Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl.No.		Shareholding at the begining of the year		Cumulative Shareholding during the year	
	For Each of the Top 10 Shareholders	No. of Share	% of total shares of the Company	No. of shares	% of total shares of the Company
1	KOTAK SMALL CAP FUND	-	-	240491	2.4643
2	JHILIK PROMOTERS AND FINCON PVT LTD	213825	2.1892	213825	2.1892
3	ADESH VENTURES LLP	99640	1.0202	99640	1.0202
4	KARVY STOCK BROKING LTD	40000	0.4095	98000	1.0034
5	ANUPRIYA CONSULTANTS PVT. LTD	96317	0.9861	96317	0.9861
6	KOTAK EMERGING EQUITY SCHEME	320463	3.2811	67786	0.694
7	IDFC EQUITY OPPORTUNITIES FUND -4	62804	0.643	62804	0.643
8	KOTAK INFRASTRUCTURE & ECONOMIC REFORM FUND	60000	0.6143	60000	0.6143
9	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY	55393	0.5671	58307	0.597
10	VALLABH M RATHI	51000	0.5222	51000	0.5222

(v) Shareholding of Directors and Key Managerial Personnel

Sl.No.	For Each of the Directors & KMP	Shareholding at the begining 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	**Shareholding of Key Managerial Personnel:**				
	Mr. Prakash Agarwal				
	At the beginning of the year	196442	2.0113	197843	2.0256
	At the end of the year	197843	2.0256	197843	2.0256
2	Mr. K.K.Ganeriwala				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
3	Mr. U.Chakravarty	NIL	NIL	NIL	NIL
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
4	Shareholding of Directors				
	Mr. V.N.Agarwal				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
5	Mr. S.N.Roy				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
6	Mrs Ritu Agarwal				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
7	Mr. Anjan Dasgupta				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
8	Mr. Rakesh Amol				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL

V. INDEBTEDNESS:

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

(Rs. In lacs)

	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
	Indebtedness at the beginning of the financial year				
i)	Principal Amount	6,204.40	—	—	6,204.40
ii)	Interest due but not paid	—	—	—	—
iii)	Interest accured but not due	15.01	—	—	15.01
	Total (i+ii+iii)	**6,219.41**	**—**	**—**	**6,219.41**
	Change in Indebtedness during the financial year				
	● Addition	—	—	—	—
	● Reduction	-3,254.53	—	—	-3,254.53
	Net Change	-3,254.53	—	—	-3,254.53
	Indebtedness at the end of the financial year				
i)	Principal Amount	2,956.05	—	—	2,956.05
ii)	Interest due but not paid	—	—	—	—
iii)	Interest accured but not due	8.83	—	—	8.83
	Total (i+ii+iii)	**2,964.88**	—	—	**2,964.88**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Mr. P. Agarwal	Mr. K. K. Ganeriwala	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	36,00,000	27,00,000	63,00,000
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	24,60,000	18,29,673	42,89,673
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	—	—	—
2	Stock Option	—	—	—
3	Sweat Equity	—	—	—
4	Commission			
	– as % of profit	18,00,000	13,50,000	31,50,000
	– others, specify...	—	—	—
5	Contribution to Funds	4,82,321	3,24,000	8,06,321
	Total	**83,42,321**	**62,03,673**	**1,45,45,994**

B) Remuneration to other Directors : (Rs.)

Sl. No.	Particulars of Remuneration	Names of Directors					Total Amount
		Mr. S.N. Roy	Mr. U.K. Mukhopadhyay	Mr. V.N. Agarwal	Mrs. Ritu Agarwal	Mr. Anjan Dasgupta	
1.	**Independent Directors**						
	● Fee for attending Board	20,000	5,000			25,000	50,000
	Committee Meetings	45,000	5,000			30,000	80,000
	● Commission	1,00,000	—			1,00,000	2,00,000
	● Others (Specify)	—	—	—	—	—	—
	Total (1)	**1,65,000**	**10,000**	—	—	**1,55,000**	**3,30,000**
2.	**Other Non-Executive Directors**						
	● Fee for attending Board			25,000	25,000		50,000
	Committee Meetings			15,000	—		15,000
	● Commission			1,00,000	1,00,000		2,00,000
	● Others (Specify)			—	—	—	—
	Total (2)	—	—	**1,40,000**	**1,25,000**	—	**2,65,000**
	Total = (1+2)	**1,65,000**	**10,000**	**1,40,000**	**1,25,000**	**1,55,000**	**5,95,000**

C) Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD : (Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	
		Mr. U. Chakravarty	Total Amount
1.	Gross Salary		
	(a) Salary as per the provisions contained in section 17(1) of the Income-tax Act,1961	17,54,284	17,54,284
	(b) Value of perquisites u/s 17(2) of the Income-tax Act,1961	—	—
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act,1961	—	—
2.	Stock Option	—	—
3.	Sweat Equity	—	—
4.	Commission		
	– as % of profit	—	—
	– Others (Specify)	—	—
	Total	**17,54,284**	**17,54,284**

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES :

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeal made if any (Give details)
A. COMPANY Penalty Punishment Compounding			NONE		
B. DIRECTORS Penalty Punishment Compounding			NONE		
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding			NONE		

For and on behalf of Board of Directors

P. AGARWAL — Managing Director
DIN 00249468

K. K. GANERIWALA — Executive Director
DIN 00408722

Place : Kolkata
Date : 23rd May, 2019

Annexure – E

(i) PARTICULARS OF LOANS AS ON 31ST MARCH, 2019 UNDER SECTION 186 OF COMPANIES ACT, 2013

			Amount of Loan					
Sl. No.	Name of Company	Date of Loans	Foreign Currnncy		Total	INR	Nature of Relationship	Rate of Interest
1	Aturia International Pte. Ltd.- Singapore	25.10.2011	GBP	300000			Subsidiary	6% p.a for GBP Loan
		28.06.2012	GBP	100000				
		24.08.2012	GBP	200000				
		02.04.2013	GBP	150000				
		14.09.2016	GBP	200000				
		17.10.2016	GBP	100000				
		27.10. 2016	GBP	50000	1100000			
		26.06.2013	USD	370000				6% p.a for USD loan
		23.04.2015	USD	50000				
		11.09.2015	USD	300000				
		28.09.2015	USD	700000				
		30.11.2015	USD	300000				
		15.12.2015	USD	300000				
		16.02.2016	USD	300000				
		10.03.2016	USD	475000				
		28.03.2016	USD	200000				
		23.06.2016	USD	250000				
		25.07.2016	USD	135000				
		19.08.2016	USD	200000				
		23.08.2016	USD	200000				
		12.09.2016	USD	300000				
		27.02.2017	USD	130000				
		10.03.2017	USD	400000				
		07.04.2017	USD	150000	4760000			
		11.02.2015	EURO	1000000				5% p.a for EURO Loan
		22.05.2015	EURO	3000000				
		27.08.2015	EURO	200000	4200000			
		21.02.2019	EURO	1000000				
		11.03.2019	EURO	4000000				
		26.03.2019	EURO	3000000	8000000	137,77,18,606		
	Exchange Rate Variations	31.03.2019				–1,31,335		
2	Sterling Pumps Pty. Ltd. - Australia	12.10.2011	AUD		300000	1,50,08,460		6% p.a for AUD Loan
	Exchange Rate Variations	31.03.2019				–2,59,161		
	Total					**139,23,36,570**		

(ii) PARTICULARS OF GUARANTEES AS ON 31ST MARCH, 2019 UNDER SECTION 186 OF COMPANIES ACT, 2013

				Amount of Loan		
Sl. No.	Date of issue of Guarantee	Name of Company	Nature of Relationship	Foreign Currency	INR	Period of Guarantee
				(USD)	(Rs.)	
1	12.06.12	Aturia International Pte. Ltd.- Singapore	Subsidiary	20,00,000	13,85,62,680	90 months from date of issue
		Total		20,00,000	13,85,62,680	

Note:- Rate of conversion of 1 USD = Rs. 69.28134

(iii) PARTICULARS OF INVESTMENTS AS ON 31ST MARCH, 2019 UNDER SECTION 186 OF COMPANIES ACT, 2013

Sl. No.	Date of Investments	Name of Company	Nature of Relationship	Nature of Investments	No. of Equity Shares	Face Value	Amount of Investments (Rs)
1	23.07.2008 & 23.02.2009	Clyde Pumps (India) Pvt. Ltd.	Associate	Equity Shares	4,00,000	Rs. 10	40,00,000
2	28.06.2011 & 22.05.2015	Aturia International Pte. Ltd.- Singapore	Subsidiary	Equity Shares	86,52,511	SGD 1	39,29,58,960
3	21.04.2011	Sterling Pumps Pty. Ltd.- Australia	Subsidiary	Equity Shares	8	AUD 1	2,11,81,500

For and on behalf of Board of Directors

P. AGARWAL Managing Director
DIN 00249468

K. K. GANERIWALA Executive Director
DIN 00408722

Place : Kolkata
Date : 23rd May, 2019

CORPORATE SOCIAL RESPONSIBILITY

The Board of Directors of the Company had constituted Corporate Social Responsibility Committee (CSR) pursuant to the provisions of Section 135 of the Companies Act,2013 read with Companies (Corporate Social Responsibility Policy) Rules,2014. Particulars of CSR activities to be undertaken by the Company as recommended by CSR Committee and approved by the Board are furnished below:

1. A brief outline of the Company policy including overview of projects or programmes proposed to be undertaken and a reference to the web-link to CSR policy and projects or programmes.	The CSR Committee in brief identified the following activities in which amount to be spent by the Company to fulfil its CSR obligations. 1) Eradication of poverty, promoting preventive health care, sanitation and availability of safe drinking water. 2) Promoting education, including special education and employment enhancing vocation skill. 3) Promoting Gender Equality empowering woman. 4) Ensuring environmental sustainability and Conservation of natural resources and maintaining quality of water. 5) Contribution to National Relief fund 6) Contribution to Swachh Bharat Kosh and Clean Ganga Fund set up by the Central Government Weblink www.wpil.co.in under Investors Service
2. Composition of CSR Committee	1) Mr.S. N. Roy - Chairman 2) Mr.V. N. Agarwal - Member 3) Mr. Prakash Agarwal - Member 4) Mr. K. K.Ganeriwala - Member
3. Average Net Profit of the Company for last three financial years	Average Net Profit of Rs. 29,67,58,780/-
4. Prescribed CSR expenditure (two per cent of the amount as in item 3 above)	Rs. 59,35,176/-
5. Details of CSR spent during the financial year 2018-19 (as shown below)	Rs. 29,30,484/-
a) Total amount to be spent for the financial year 2018-19 b) Amount unspent, if any	Rs. 59,35,176/- Rs. 30,04,692/-
6. Reason for unspent for CSR Activities	During the financial year under review the Company accelerated its CSR interventions in line with CSR policy compared to the previous year. However, prescribed CSR amount could not be spent due to financial tightness experienced by the Company following honouring huge financial commitments against inconsistent recovery for irregular payment by customers. However, the Company will undertake more CSR interventions during the financial year 2019-20 in line with CSR policy of the Company

Annexure – F

Sl No	CSR project or activity Identified	Sector In which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount spent: Direct or through implementing agency*	Cumulative Expenditure upto to the reporting period	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads:	Amount spent: Direct or through implementing agency*
1	Distribution of Books & stationeries amongst students	Education	Kolkata and Purulia, West Bengal, Uttarkashi and Uttarakhand	2,83,595/- (D)	2,83,595/- (D)	(1) 2,56,297/- (2) 27,298/-	(D)
2	Contribution towards providing educational support for tribal students (Teachers Salary of Bhalopahar)	Education	Burdwan, Purulia, West Bengal	1,92,000 (IA)	1,92,000 (IA)	1,92,000 (IA)	(IA)
3	Running of Free Health Clinic (including provision of medicines to patients)	Health	Ganipur, 24 Parganas (South), West Bengal	4,34,081/- (D)	4,34081/- (D)	(1) 3,92,296/- (2) 41,785/-	(D)
4	Organising Health Camp	Health	Maheshtala, 24 Parganas (South), West Bengal & Panihati 24 Parganas (North), West Bengal	1,59,085/-(D) 62,420/-(IA)	1,59,085/-(D) 62,420/-(IA)	(1) 2,00,183/- (2) 21,322/--	(D) (IA)
5	Spectacle distribution	Health	Ganipur, 24 Parganas (South), West Bengal & Panihati 24 Parganas (North), West Bengal	1,44,316/- (IA)	1,44,316/- (IA)	(1) 1,30,424/- (2) 13,892/-	(IA)
6	Cataract Surgery	Health	Ganipur, 24 Parganas (South), West Bengal & Panihati 24 Parganas (North), West Bengal	2,48,965/- (IA)	2,48,965/- (IA)	(1) 2,25,000/- (2) 23,965/-	(IA)
7	Installation of Safe Drinking Water Dispenser	Safe Drinking Water	Ganipur, 24 Parganas (South) West Bengal	10,04,237/- (D)	10,04,237/- (D)	(1) 9,07,569/- (2) 96,668/-	(D)
8	Safe Water Distribution through insallation of Deep Tube well	Safe Drinking Water	Salbani, Paschim Midnapur, West Bengal	4,01,785/- (D)	4,01,785/- (D)	(1) 3,63,110/- (2) 38,675/	(D)

Note:- D = Direct, IA = Implementing Agency.

IMPLEMENTING AGENCIES

(1) BHALOPAHAR

Bhalopahar is a Society (Registration number. S/83195 of W.B. Act, 26/1961) for Culture, Ecology & Rural Development, located at Bandwan block of Purulia District, West Bengal.

The concept is "total education" - a formal school education integrated with rural development, ecology (afforestation and preservation of forest and endangered plant species), conservation of folk culture and tradition, primary health care and community hygeine, farming and cultivation. The dry and empty landscape changed into a lush green forest with small clearings for cultivation of rice and other foodgrains.

(2) SANKARANETHRALAYA

A not-for-profit charitable hospital, embarked on a relentless journey on September 6, 1978 to provide world-class tertiary eye care in India. Its growth since then has been phenomenal — thanks to the unconditional and generous support received from all quarters of society.

At the heart of every endeavour of SankaraNethralaya is a strong focus and emphasis on community service, which has been vehemently pursued over the years. The community service initiatives include conducting eye-camps in rural areas, conducting free surgeries to those in need and relentlessly taking mobile tele-ophthalmology benefits to the door steps of the poor in rural India. All of this has been possible due to the tremendous support that we have received from organizations and individuals over the years.

About 50 % of the Out-Patient Department and 35 % of the surgeries are done free of cost to the underprivileged. Donations received have helped to cater to the medical and post-operative needs of indigent patients.

(3) VIVEKANANDA ADARSHA MILAN MANDIR

Vivekananda Adarsha Milan Mandiris a registered social welfare non-profit organization which runs non-formal education centre for the underprivileged student of the slums (Tollygunge Railway station area). It also provides vocational training, health treatment & other activity free of any cost to these students. This organization is affiliated to Kolkata Ramkrishna Vivekananda Bhava Pracher Parishad as advised by Ramkrishna Math, Belur.

(4) AKASH GANGA EDUCATIONAL SOCIETY

Akash Ganga Educational Society (AGES) was registered under Societies Registration Act in Uttarkashi in December, 2012 with a vision of providing holistic education to children of economically humbled background in rural Area. The AGES formed a school name “Himalayan School of life” (HSL) situated in the remote village of Uttarkashi district of Uttarakhand for last five and half years with minimum infrastructure as a primary school following the support of local community and parents. Over the year, with the growth of infrastructure and number of students, the school received official recognition from competent authority to run upper primary English Medium upto 8th grade in July, 2017. The HSL became the first school in the area to pioneer the ideas of “smart class” by offering to student audio-video based support in their learning process.

(5) SOCIAL WELFARE ASSOCIATION & RESEARCH CENTRE (SWARC)

SWARC is an NGO formed in 1985 by a group social activists and is registered under West Bengal Societies Registration Act, XXVI of 1961. The primary mission and objective of SWARC is to provide health and hospital care service at affordable cost to the people living within its influence area and particularly weaker section of the Society without any discrimination of class, cast, race or religion. The hospital has an outdoor and an indoor unit with 15 Beds along with an Operation Theatre, Pathology and X-Ray facility. SWARC also provides Arthopedic, ENT, Eye and Dental care both for children and adults. Treatments are also provided in General Medicine and General Surgery. Health awareness Camp, Blood Donation Camp, Eye Care Camp are also held regularly.

(6) RABINDRA SAROBAR NAGARIK COMMITTEE

Rabindra Sarobar a registered social welfare non-profit Society (Registration No. S/74719 of 1993) which runs non-formal education centre for the underprivileged students of the slums around Sarobar area who need all-round academic supports. Besides this society provides medical support amongst slum-dwellers of Sarobar area.

CSR Committee Responsibility Statement	:	The CSR Committee confirms that the implementation and monitoring of the CSR activities of the Company are in line with compliance with the CSR objective and policy of the Company.

Prakash Agarwal
Managing Director
DIN- 00249468

Samarendra Nath Roy
Chairman of CSR committee
DIN- 00408742

Date : 23rd May, 2019
Place : Kolkata

Annexure – G

Particulars of Employees and Related Disclosures.

(a) The Ratio of remuneration of each Director to the Median remuneration of Employees of the Company for the Financial Year (FY):

Sl.No.	Name	Designation	Remuneration Paid FY 2018-19 (Rs.in lakhs)	Ratio/Times per Median of employee remuneration for the financial year
1.	Mr. Prakash Agarwal	Managing Director	83.42	5.38
2.	Mr. K. K. Ganeriwala	Executive Director	62.04	3.98

The Non-executive Directors receive remuneration towards sitting fees for attending Board and Committee Meetings besides commission on a percentage of profit. Such remuneration payable to each of the Non-Executive Directors for the financial year was lower than the median remuneration of employees of the year.

(b) The percentage of increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary in the financial year:-

Sl.No.	Name	Designation	Remuneration Paid FY 2018-19 (Rs. in lakhs)	Remuneration Paid FY 2017-18 (Rs. in lakhs)	Increase in remuneration from previous year (Rs. in lakhs)
1.	Mr. Prakash Agarwal	Managing Director	83.42	82.98	0.44
2.	Mr. K. K. Ganeriwala	Executive Director	62.04	61.66	0.38
3.	Mr. U. Chakravarty	G.M.(F) & CS (KMP)	17.54	14.39	3.15

There was no increase of remuneration payable to Non-Executive Directors during the current year over the remuneration paid in the previous year as the amount of commission and amount of sitting fee for attending the Board or Committee Meetings remained same. The variation of remuneration of each of the Non-Executive Directors during the year over previous year is attributable to the number of Meetings a Director attended during the year over last year.

(c) The percentage of increase in the median remuneration of employee in the financial year is 15.15%.

(d) The number of permanent Employee on the rolls of the Company:- 466

(e) The explanation on the relationship between average increase in remuneration and Company performance:

On an average, Employees received an annual increase of 9%. The individual increments varied from 9% to 18% based on individual performance. In order to ensure that remuneration reflects to company performance, the performance pay is also linked to organisation performance besides individual's performance.

(f) Average percentile increase already made in the salaries of Employees other than 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 exceptional circumstances for increase in the Managerial remuneration

The average annual increase was around 9%. However, during the course of the year the total increase was approximately 12.4% after accounting for promotion and other event based compensation revisions. Managerial Personnel were not re-appointed during the year and Managerial remuneration for the year was paid in terms of recommendation of Nomination and Remuneration Committee of Directors and subsequent approval of Members accorded at the sixty third Annual General Meeting held on 25th August, 2017.

(g) Affirmation that the remuneration is as per the remuneration policy of the Company.

The Company affirms that remuneration is as per the remuneration policy of the Company.

For and on behalf of Board of Directors

P. AGARWAL — Managing Director
DIN 00249468

K. K. GANERIWALA — Executive Director
DIN 00408722

Place : Kolkata
Date : 23rd May, 2019

INDEPENDENT AUDITOR'S REPORT

To the Members of WPIL Limited

Report on the Audit of the standalone Ind AS financial statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of WPIL Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (which also includes five (5) Joint Operations).

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the joint operations, the aforesaid standaloneInd AS financial statements give the information required by the Companies Act, 2013, as amended ("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, 2019, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the standalone Ind AS 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 Act 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 audit opinion on the standalone Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of audit procedures performed by us and by other auditors of joint operations not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

<table>
<tr><th>Key audit matters</th><th>How our audit addressed the key audit matter.</th></tr>
<tr><td colspan="2">Revenue recognition on projects(as described in note 2(d), note 29 and note 53of the standalone Ind AS financial statements)</td></tr>
<tr><td>The Company is involved in pump construction projects for which it applies input method to recognise revenue on the basis of the entity's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation (akin to Percentage of Completion method). The amount of revenue and profit recognised in a year on projects is dependent, inter alia, on the actual costs incurred, the assessment of the percentage of completion of (long-term) contracts and the forecasted contract revenue and costs to complete of each project. Furthermore, the amount of revenue and profit is influenced by the valuation of variation orders and claims. This often involves a high degree of judgment due to the uncertainty about costs to complete and uncertainty about the outcome of discussions with customers on variation orders and claims, and therefore this is considered to be a key audit matter for the purpose of our audit</td><td>Our audit procedures included the following:
• Assessed the internal control environment relating to revenue recognition process and tested relevant controls of the Company.
• Obtained breakdown of project cost and traced the cost incurred with the project records and cost to be incurred from the purchase orders placed and representations obtained from management regarding their best estimate of the cost where orders have not been placed. We have also assessed the appropriateness of the estimated costs with reference to prevailing prices of the materials on a sample basis
• Tested on a sample basis the actual costs incurred on projects during the current year.
• Obtained representations and checked underlying documents regarding claims/liquidated damages/ variation in scope on a sample basis,
• Recalculated the percentage of completion based on the latest budgeted costs and the actual costs incurred;
• Tested the adequacy of disclosures made in the standalone Ind AS financial statements.</td></tr>
</table>

<table>
<tr><th>Key audit matters</th><th>How our audit addressed the key audit matter.</th></tr>
<tr><td colspan="2">Allowance for doubtful accounts(as described in note 5, note 11, note 36 and 47 of the standalone Ind AS financial statements)</td></tr>
<tr><td>As at 31st March, 2019, trade receivables were Rs. 24,654 lacs against which the allowances for doubtful accounts amounts to Rs. 624 lacs in the books of the Company. Further, during the year, the Company has recognised impairment (Bad debts written off and Provision for doubtful debts) amounting to Rs.1,288 lacs for irrecoverable accounts.

An estimated allowance for doubtful accounts is maintained to reduce the Company's receivables to their carrying amount, which approximates</td><td>Our audit procedures included the following:
• Evaluated and tested the design and operating effectiveness of the controls over the accounting process of allowance for doubtful accounts.
• Evaluated management's assumption and judgment by comparing to the historical collection trends. For balances, which are not considered doubtful, we tested subsequent receipts on test basis for sample accounts. Where the amounts are not received subsequently for sample accounts, we used alternative procedures to support the recoverability of the balances such as</td></tr>
</table>

their fair value. Management evaluates the estimated allowance based on specific reviews of customer accounts as well as experience with collection trends in the industry and current economic and business conditions. Management's continued refinement of the allowance for doubtful accounts based on known customer information and evaluation of expected time of collection (to arrive at their fair value) involves significant amount of judgements and managements estimation and is therefore a key audit matter.	verifying correspondences with the customers or checking underlying supporting documents. • In addition, we corroborated management's representations with the source data for specific customers, performed ratio analysis on the Company's allowance for doubtful accounts; and re-calculated the allowance for doubtful accounts using management's model. Also corroborated the determination of fair value of receivables based on expected time of collection and discount rate (expected credit loss) • Tested the adequacy of Company's disclosure regarding allowance for doubtful accounts / expected credit loss.

Other Information

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

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

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standaloneInd AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company including its joint operations in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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 standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

We did not audit the financial statements and other financial information, in respect of five(5) joint operations, whose Ind AS financial statements include total assets of Rs.6,019.66lacs as at March 31, 2019, and total revenues of Rs.18,353.81 lacs and net cash inflows of Rs.7.77 lacs for the year ended on that date. These Ind AS financial statements and other financial information have been audited by other auditors, whose financial statements, other financial information and auditor's reports have been furnished to us by the management.Our opinion on the standalone Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these joint operations and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid joint operations, is based solely on the reports of such other auditors.Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act,we give in the "Annexure 1"a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

   (a) We / the other auditors whose reports we have relied upon, 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 and report of the other auditors;

   (c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors of the Company as on March 31, 2019 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2019 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate Ind AS financial statements of the joint operations as noted in the Other Matter:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer note 42 to the standalone Ind AS financial statements;

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer note 27 and note 36 to the standalone Ind AS financial statements;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership Number: 060352
Place of Signature: Kolkata
Date: May 23, 2019

Annexure 1 referred to in paragraph 1 of the section on "Report on other legal and regulatory requirements" of our report of even date on the standalone Ind AS financial statements of WPIL Limited

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification once in three years which,in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given by the management, the title deeds of immovable properties, included in property, plant and equipment are held in the name of the company, except for the immovable properties acquired during merger of a subsidiary. As explained to us, registration of title deeds is in progress in respect of an immovable property acquired pursuant to aforesaid merger aggregating Rs. 287.95lacs.

(ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification. Inventories lying with third parties have been confirmed by them as at 31st March, 2019 and no material discrepancies were noticed in respect of such confirmations.

(iii) (a) The Company has granted loans to one body corporate covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loans are not prejudicial to the company's interest.

(b) The Company has granted loans that are re-payable on demand, to body corporates covered in the register maintained under section 189 of the Companies Act, 2013 and the principal portion has been repaid as and when demanded. The payment of interest fallen due during the year has been regular as stipulated in the agreement.The overdue amount of interest as on March 31, 2018 amounting to Rs.376.14 lacs has been regularised during the current year.

(c) There are no amounts of loans granted to companies listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days.

(iv) In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act 2013 in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the Company.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, duty of custom, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases.

(b) According to the information and explanations given to us, no undisputed dues in respect of provident fund, employees state insurance, income-tax, goods and service tax, duty of custom, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(c) According to the records of the Company, the dues outstanding of income-tax, sales-tax, service tax, goods and service tax, duty on custom, duty of excise, value added tax and cess on account of any dispute, are as follows:

Name of the Statute	Nature of dues	Amount (Rs. in lacs)	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Income Tax Act, 1961	Arms' length pricing and disallowance of expenses	64.52	2012-13 & 2013-14	Commissioner of Income Tax (Appeals)
Central Excise Act, 1994	Despatch to mega power plant under exemption notification being disallowed	781.99	2005-2014	CESTAT & Commissioner Appeal-1
Central Excise Act, 1994	Disallowance of cenvat credit	516.78	1997-98, 2006-2016	CESTAT & Commissioner Appeal-1
Finance Act, 1994	Disallowance of cenvat credit	2254.54	2006-07 to 2016-17	CESTAT Commissioner and Commissioner Appeal-1

(viii) According to information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of loans or borrowings to banks. The Company did not have any outstanding loans or borrowings dues in respect of a financial institution or to government or dues to debenture holders during the year.

(ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the standalone Ind AS financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or on the Company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management, the managerial remuneration has been paid / 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 and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence not commented upon.

(xv) According to information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him.

(xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership Number: 060352
Place of Signature: Kolkata
Date: May 23, 2019

Annexure 2 to the Independent Auditors's report of even date on the standalone Ind AS financial statements of WPIL Limited

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

We have audited the internal financial controls over financial reporting of WPIL Limited ("the Company") as of March 31, 2019 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these standalone Ind AS financial statements 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 as specified under section 143(10) of the Companies Act, 2013, to the extent 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 with reference to these standalone Ind AS financial statements 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 over financial reporting with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these standalone Ind AS financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these standalone Ind AS financial statements.

Meaning of Internal Financial Controls Over Financial Reporting With Reference to these standalone Ind AS financial statements

A company's internal financial control over financial reporting with reference to these standalone Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these standalone Ind AS financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to these standalone Ind AS financial statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone Ind AS financial statements, 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 with reference to these standalone financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these standalone Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these standalone Ind AS financial statements and such internal financial controls over financial reporting with reference to these standalone financial statements were operating effectively as at March 31, 2019, 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 S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership Number: 060352
Place of Signature: Kolkata
Date: May 23, 2019

BALANCE SHEET
AS AT 31ST MARCH, 2019

(Rs. in Lacs)

Particulars	Note	As at 31st March, 2019	As at 31st March, 2018
I. ASSETS			
Non - Current Assets			
a) Property, Plant & Equipment	3A	**3,140.66**	3,222.16
b) Capital Work - in - progress		**48.26**	—
c) Goodwill	3B	**1,372.93**	1,372.93
d) Other Intangible Assets	3B	**61.34**	84.27
e) Financial Assets			
i) Investments	4	**4,181.56**	4,181.56
ii) Trade Receivables	5	**5,822.89**	3,434.40
iii) Loans and Deposits	6	**14,306.38**	8,689.69
f) Non Current Tax Assets	7	**457.72**	315.03
g) Other Non Current Assets	8	**4,612.50**	3,262.50
	(A)	**34,004.24**	24,562.54
Current Assets			
a) Inventories	9	**4,789.38**	3,503.78
b) Contract assets	10	**2,366.20**	1,247.87
c) Financial Assets			
i) Trade Receivables	11	**18,831.20**	21,481.77
ii) Cash and Cash equivalents	12	**90.92**	112.41
iii) Bank balances other than (ii) above	13	**118.99**	138.03
iv) Loans and Deposits	14	**50.00**	110.40
v) Other Financial Assets	15	**1,232.59**	1,543.21
d) Other Current Assets	16	**2,796.48**	2,327.12
	(B)	**30,275.76**	30,464.59
Total Assets (A + B)		**64,280.00**	55,027.13
II. EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	17	**976.71**	976.71
b) Other Equity	18	**35,741.21**	28,875.94
Total Equity	(C)	**36,717.92**	29,852.65
Liabilities			
i) Non - Current Liabilities			
a) Financial Liabilities			
i) Borrowing	19	**13.90**	—
b) Provisions	20	**241.92**	226.95
c) Deferred Tax Liabilities (Net)	21	**332.25**	295.89
	(D)	**588.07**	522.84
ii) Current Liabilities			
a) Contract liabilities	22	**11,226.50**	5,291.13
b) Financial Liabilities			
i) Borrowings	23	**2,939.33**	6,204.41
ii) Trade Payables	24		
- Total outstanding dues of micro enterprises and small enterprises		**574.03**	—
- Total outstanding dues of creditors other than micro enterprises and small enterprises		**10,858.26**	11,413.19
iii) Other Financial Liabilities	25	**325.84**	221.01
c) Other Current Liabilities	26	**187.29**	346.36
d) Provisions	27	**571.44**	428.45
e) Current Tax liabilities (net)	28	**291.32**	747.09
	(E)	**26,974.01**	24,651.64
Total Liabilities (D+E)	(F)	**27,562.08**	25,174.48
Total Equity and Liabilities (C+F)		**64,280.00**	55,027.13
Summary of significant accounting policies	2		

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

As per our Report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E / E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352
Place : Kolkata, Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH, 2019

(Rs. in Lacs)

Particulars	Note	For the year ended 31st March, 2019	For the year ended 31st March, 2018
I. Income :			
Revenue from Operations	29	**53,307.11**	42,469.09
Other Income	30	**944.99**	1,876.58
Total Income		**54,252.10**	44,345.67
II. Expenses			
Cost of Materials and Components consumed	31	**28,698.43**	26,121.19
Changes in Inventories of Finished Goods and Work in Progress	32	**(324.32)**	(728.73)
Excise Duty on Sale of Goods		**—**	230.34
Employee Benefits Expenses	33	**3,539.78**	3,338.50
Finance Costs	34	**661.11**	1,045.84
Depreciation and Amortization expense	35	**319.59**	315.50
Other Expenses	36	**9,758.95**	6,906.92
Total Expenses		**42,653.54**	37,229.56
III. Profit Before Tax (I - II)		**11,598.56**	7,116.11
IV. Tax Expenses			
Current Tax [includes Rs. 63.57 lacs (31st March, 2018 : 20.79) relating to earlier years]	21	**4,213.57**	2,334.80
Deferred Tax Expense/(Credit)	21	**40.69**	25.67
Total Tax Expenses		**4,254.26**	2,360.47
V. Profit for the year (III - IV)		**7,344.30**	4,755.64
VI. Other Comprehensive Income (OCI)			
Other Comprehensive Income not to be re-classified to Statement of Profit or Loss in Subsequent Periods :			
– Re-measurement gains /(losses) on defined benefit plans	39	**(12.38)**	(36.63)
– Income tax relating to above		**4.33**	12.68
Other Comprehensive Income for the year		**(8.05)**	(23.95)
VII. Total Comprehensive Income for the year (V+VI)		**7,336.25**	4,731.69
Earnings Per Equity Share	37		
[Nominal value of Equity Shares Rs. 10 (31st March, 2017: Rs. 10)]			
(a) Basic		75.19	48.69
(b) Diluted		75.19	48.69
Summary of significant accounting policies.	2		

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

As per our Report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E / E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352

Place : Kolkata
Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2019

(Rs. in Lacs)

		For the year ended 31st March, 2019	For theyear ended 31st March, 2018
A.	**Cash Flow from Operating Activities**		
	Profit Before Tax	**11,598.56**	7,116.11
	Adjustments to reconcile profit before tax to net cash flows :		
	Depreciation and Amortisation expenses	**319.59**	315.50
	(Profit) / Loss on Sale / Discard of fixed assets (net)	**25.65**	(29.96)
	Finance costs	**661.11**	1,045.84
	Bad debts / advances written off (net of reversals)	**872.15**	425.44
	Allowances for doubtful debts	**416.00**	63.78
	Provision for Future Losses	**115.50**	—
	Gain on foreign exchange fluctuation (net)	**(209.10)**	(1,037.23)
	Provisions / liabilities no longer required written back	**(5.32)**	(35.13)
	Interest income on loans and deposits	**(596.57)**	(591.19)
		1,599.01	157.05
	Operating Profit before working capital changes	**13,197.57**	7,273.16
	Increase in Trade Payable and Other Liabilities	**5,906.82**	7,222.52
	Increase in Provisions	**30.08**	35.83
	(Increase) in Inventories	**(1,285.60)**	(1,426.12)
	(Increase) in Trade Receivables and Other assets	**(2,270.72)**	(6,865.05)
		2,380.58	(1,032.82)
	Cash Generated from operations	**15,578.15**	6,240.34
	Taxes paid (net)	**(4,812.03)**	(1,664.50)
	Net Cash Flow from Operating Activities	**10,766.12**	4,575.84
(B)	**Cash Flow from Investing Activities**		
	Purchase of Property, Plant and Equipment and Intangibles (including capital work-in-progress)	**(290.72)**	(157.91)
	Proceeds from Sale of Property, Plant and Equipment	**1.65**	85.00
	Advance given for acquisition of an unit (Refer Note 56)	**(1,350.00)**	(2,850.00)
	Loan to related party	**(6,301.10)**	(97.17)
	Repayment of loan by related party	**600.00**	771.50
	Interest received	**918.05**	294.88
	Movement in deposits with banks (net)	**21.13**	36.86
	Net Cash used in Investing Activities	**(6,400.99)**	(1,916.84)
(C)	**Cash Flow from Financing Activities**		
	Proceeds from Long term Borrowings	**17.00**	—
	Repayment of Long term Borrowings	**(0.28)**	—
	Movement in Short term borrowings (net)	**(3,265.07)**	(1,361.73)
	Interest paid	**(667.29)**	(1,030.83)
	Dividend paid (including dividend distribution tax)	**(470.98)**	(234.03)
	Net Cash used in Financing Activities	**(4,386.62)**	(2,626.59)
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	**(21.49)**	32.41
	Cash & Cash Equivalents at the beginning of the year	**112.41**	80.00
	Cash & Cash Equivalents at the end of the year (Refer Note 12)	**90.92**	112.41

The accompanying notes are an integral part of the standalone Ind AS financial statements

As per our Report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E / E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352

Place : Kolkata
Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31ST MARCH, 2019

A Equity Share Capital	Number	Rs. in Lacs
Equity Shares of Rs. 10 each issued, subscribed and fully paid up		
At 31st March, 2018	97,67,080	976.71
At 31st March, 2019	97,67,080	976.71

b) Other Equity (Rs. in Lacs)

Particulars	Capital Reserve	Capital Redemption Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Total
As at 31st March, 2017	**0.04**	**14.00**	**9,889.20**	**11,154.68**	**3,321.44**	**24,379.36**
Profit for the year	—	—	—	—	4,755.64	4,755.64
Other Comprehensive Income	—	—	—	—	—	—
Re - measurement gains / (losses) on defined	—	—	—	—	—	—
benefit plans (net of tax)	—	—	—	—	(23.95)	(23.95)
Total Comprehensive Income	—	—	—	—	**4,731.69**	**4,731.69**
Transfer to General Reserves	—	—	—	3,000.00	(3,000.00)	—
Final Dividend for the year ended 2016-17	—	—	—	—	(195.34)	(195.34)
Dividend Distribution Tax	—	—	—	—	(39.77)	(39.77)
As at 31st March, 2018	**0.04**	**14.00**	**9,889.20**	**14,154.68**	**4,818.02**	**28,875.94**
Profit for the year	—	—	—	—	7,344.30	7,344.30
Other Comprehensive Income	—	—	—	—	—	—
Re - measurement gains / (losses) on defined	—	—	—	—	—	—
benefit plans (net of tax)	—	—	—	—	(8.05)	(8.05)
Total Comprehensive Income	—	—	—	—	**7,336.25**	**7,336.25**
Transfer to General Reserves	—	—	—	5845.32	(5,845.32)	—
Final Dividend or the year ended 2017-18	—	—	—	—	390.68	(390.68)
Dividend Distribution Tax	—	—	—	—	(80.30)	(80.30)
As at 31st March, 2019	**0.04**	**14.00**	**9,889.20**	**20,000.00**	**5,837.97**	**35,741.21**

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

As per our Report of even date
For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E / E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352

Place : Kolkata
Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

1. Corporate information

WPIL Limited ('the Company') is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The Company's registered office is at Trinity Plaza, 3rd Floor, 84/1A, Topsia Road (South), Kolkata – 700046. Its shares are listed on the Bombay Stock Exchange Limited and the Calcutta Stock Exchange Limited in India.

The Company is principally engaged in designing, developing, manufacturing, erecting, commissioning and servicing of pumps & pumping systems. The Company caters to both domestic and international markets.

These standalone Ind AS financial statements were approved for issue by the Board of Directors on May 23, 2019.

2. Basis of preparation and compliance with Ind AS

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements.

The standalone Ind AS financial statements have been prepared on a historical cost convention on accrual basis except for certain financial instruments which are measured in terms of relevant Ind AS at fair value / amortised costs at the end of each reporting period.

The standalone financial statements are presented in INR and all values are rounded to the nearest lacs (INR 00,000), except when otherwise indicated.

Summary of significant accounting policies

a. 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.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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.

b. Foreign currencies

The financial statements are presented in INR, which is the Company's functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

c. Fair value measurement

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

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

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

d. Revenue recognition

Ind AS 115 was issued on 28 March, 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all the relevant facts and circumstances when applying each step of the model to contracts with their customers. The Company adopted Ind AS 115 using the modified retrospective method of adoption with the date of initial application of 1 April 2018. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Company elected to apply the standard to all contracts as at 1 April 2018. However, the application of Ind AS 115 does not have any significant impact on the recognition and measurement of revenue and related items.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of goods

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer. The revenue is measured based on the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions. As the period between the date on which the Company transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are considered.

The Company typically provides warranties for general repairs on all its products sold, in line with the industry practice. These assurance-type warranties are accounted for under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets. Refer to the accounting policy on warranty provisions in section (l) Provisions.

Export entitlements are recognised when the right to receive the credits as per the terms of the schemes is established in respect of the exports made by the Company and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Construction Contracts

Revenue on contracts is recognised using input method where revenue is accounted on the basis of the entity's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation (akin to Percentage of Completion method).

The amount of revenue and profit recognised in a year on projects is dependent, inter alia, on the actual costs incurred, the assessment of the percentage of completion of (long-term) contracts and the forecasted contract revenue and costs to complete of each project. Furthermore, the amount of revenue and profit is influenced by the valuation of variation orders and claims.

In cases, where the current estimates of the total contract cost and revenue indicate a loss, such loss is recognized as an expense.

Contract Balances

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (o) Financial instruments – initial recognition and measurement.

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Rendering of services

Revenue from sale of services is recognised upon the rendering of services and are recognised net of goods and service tax.

Interest income

Interest income is included in other income in the statement of profit and loss. Interest income is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate when there is a reasonable certainty as to realisation.

Dividends

Revenue is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of dividend can be measured reliably.

Rental income

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature.

e. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except, when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except, when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

f. Property, plant and equipment

Capital work-in-progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Land and buildings are measured at cost less accumulated depreciation on buildings and impairment losses, if any.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of the asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Depreciation is provided at rates calculated to write off cost, less estimated residual value, of each asset on a straight line basis using the estimated useful lives of the assets (determined by management based on technical estimates) as follows –

Class of Asset	Useful Lives estimated by the management
Factory Buildings	30 years
Non-Factory Buildings	3 to 60 years
Plant and equipment	10 to 40 years
Patterns and moulds	15 years
Furniture & Fixtures	10 years
Computers	3 to 6 years
Office Equipment	5 years
Vehicles	8 to 10 years

Depreciation on fixed assets added / disposed-off during the year is provided on pro-rata basis with reference to the date of addition/ disposal.The management has estimated, supported by technical assessment by experts, the useful lives of certain plant and equipment which are different than those indicated in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Leasehold land is amortised over the tenure of respective leases.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Major inspection and overhaul costs are depreciated over the estimated life of the economic benefit derived from such cost. The carrying amount of the remaining previous overhaul cost is charged to the statement of profit and loss if the next overhaul is undertaken earlier than the previously estimated life of the economic benefit.

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

g. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives including Goodwill are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Research and development costs

Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Company can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

During the period of development, the asset is tested for impairment annually.

h. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

i. Leases

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

A lease is classified at the inception date as a finance lease or an operating lease.

Company as a lessee

A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term unless the lease arrangements are structured to increase in line with expected general inflation or another systematic basis which is more representative of the time pattern of the benefits availed. Contingent rentals, is any, arising under operating leases are recognised as an expense in the period in which they are incurred.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. Lease income on an operating lease is recognised in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation, are recognized as an expense in the Statement of Profit and Loss.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

j. Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials and components: cost includes cost of purchase and other costs excluding taxes subsequently recoverable from tax authorities incurred in bringing the inventories to their present location and condition. The cost is calculated on weighted average method.
- Finished goods: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. The cost is calculated on weighted average method.
- Work-in-progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity depending upon the stages of completion, but excluding borrowing costs. The cost is calculated on weighted average method.
- Stores and spare parts: cost of purchase and other costs excluding taxes subsequently recoverable from tax authorities incurred in bringing the inventories to their present location and condition. The cost is calculated on weighted average method.
- Scrap items are valued at net realisable value.

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

k. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Companys of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

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

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

l. Provisions

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

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

Warranty provisions

Provisions for warranty-related costs are recognised when the product is sold or service provided to the customer. Initial recognition is based on historical experience. The initial estimate of warranty-related costs is revised annually.

Onerous contracts

If the Company has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Company recognises any impairment loss that has occurred on assets dedicated to that contract.

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it.

m. Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

n. Retirement and other employee benefits

Retirement benefit in the form of Provident Fund and Superannuation Schemes are defined contribution schemes. The Company has no obligation, other than the contribution payable to the respective funds. The Company recognizes contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity liability is funded defined benefit obligation and is provided for on the basis of actuarial valuation done on projected unit credit method at the end of each reporting period.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

The Company treats accumulated leaves expected to be carried forward beyond twelve months, as long term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the end of each financial year. The Company presents the leave as current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date. Where the Company has unconditional legal and contractual right to defer the settlement for the period beyond 12 months, the same is presented as non-current liability. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

o. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (d) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent Measurement

Subsequent measurement of financial assets is described below -

- Debt instruments at amortised cost

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

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

❑ Debt instruments at fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

❑ Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

❑ Equity instruments measured at fair value through other comprehensive income (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income, subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to the Statement of Profit and Loss, even on sale of investment.

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

Derecognition

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

❑ The rights to receive cash flows from the asset have expired, or

❑ The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

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

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance

b) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115

c) Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original Effective Interest Rate (EIR). Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss. This amount is reflected under the head 'other expenses' (or 'other income') in the Statement of Profit and Loss.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

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

Subsequent measurement

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

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

Derecognition

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

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

p. Business combination

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any noncontrolling interests in the acquiree. For each business combination, the Company elects whether to measure the noncontrolling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred. At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values.

Any business combinations involving entities or businesses under common control are accounted for using the pooling of interests method:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

q. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

r. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which are not allocable to segments on a reasonable basis, are included under "Unallocated revenue/ expenses/ assets/ liabilities". The Company has identified only one operating segment viz, Pumps and its accessories and parts.

The analysis of geographical segments is based on the areas in which customers of the Company are located.

s. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

t. Investment in joint operations:

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

The Company has interest in certain joint operations, and accordingly, it recognizes in relation to its interest in joint operations, its:

- Assets, including its share of any assets held jointly
- Liabilities, including its share of any liabilities incurred jointly
- Revenue from the sale of its share of the output arising from the joint operation
- Share of the revenue from the sale of the output by the joint operation
- Expenses, including its share of any expenses incurred jointly

Unrealized gains and losses resulting from transactions between the Company and the joint operations are eliminated to the extent of the interest in the joint operation.

3A PROPERTY, PLANT AND EQUIPMENT

(Rs. in Lacs)

Particulars	Freehold Land	Leasehold Land (a)	Buildings	Plant & Machinery (b)	Patterns & Moulds (b)	Furniture & Fittings	Computers (b)	Vehicles	Total
Cost									
At March 31, 2017	**42.34**	**343.22**	**747.81**	**2,292.22**	**142.47**	**105.59**	**49.78**	**31.94**	**3,755.37**
Additions	—	—	7.20	70.70	11.19	16.50	5.78	1.58	112.95
Disposals	—	—	4.79	54.68	—	—	0.04	5.71	65.22
At March 31, 2018	**42.34**	**343.22**	**750.22**	**2,308.24**	**153.66**	**122.09**	**55.52**	**27.81**	**3,803.10**
Additions	—	—	—	172.29	—	10.03	19.33	32.24	233.89
Disposals	—	—	—	—	32.73	0.37	0.05	0.28	33.43
At March 31, 2019	**42.34**	**343.22**	**750.22**	**2,480.53**	**120.93**	**131.75**	**74.80**	**59.77**	**4,003.56**
Depreciation									
At March 31, 2017	**—**	**7.16**	**37.13**	**208.34**	**10.20**	**21.46**	**13.70**	**7.95**	**305.94**
Charge for the year	—	7.16	34.74	195.78	10.91	19.87	10.88	5.84	285.18
Adjustments on disposal	—	—	0.39	8.36	—	—	—	1.43	10.18
At March 31, 2018	**—**	**14.32**	**71.48**	**395.76**	**21.11**	**41.33**	**24.58**	**12.36**	**580.94**
Charge for the year	—	7.16	33.29	203.45	10.88	18.28	10.50	4.55	288.11
Adjustments on disposal	—	—	—	—	6.02	0.13	—	—	6.15
At March 31, 2019	—	**21.48**	**104.77**	**599.21**	**25.97**	**59.48**	**35.08**	**16.91**	**862.90**
Net Block									
At March 31, 2019	**42.34**	**321.74**	**645.45**	**1,881.32**	**94.96**	**72.27**	**39.72**	**42.86**	**3,140.66**
At March 31, 2018	**42.34**	**328.90**	**678.74**	**1,912.48**	**132.55**	**80.76**	**30.94**	**15.45**	**3,222.16**

3B : GOODWILL AND OTHER INTANGIBLE ASSETS

(Rs. in Lacs)

Particulars	Goodwill	Computer Software(b)	Total
Cost			
At March 31, 2017	**1,372.93**	**37.28**	**1,410.21**
Additions	—	87.64	87.64
Disposals	—	—	—
At March 31, 2018	**1,372.93**	**124.92**	**1,497.85**
Additions	—	8.55	8.55
Disposals	—	—	—
At March 31, 2019	**1,372.93**	**133.47**	**1,506.40**
Amortisation			
At March 31, 2017	**—**	**10.33**	**10.33**
Charge for the year	—	30.32	30.32
Disposals	—	—	—
At March 31, 2018	**—**	**40.65**	**40.65**
Charge for the year	—	31.48	31.48
Disposals	—	—	—
At March 31, 2019	**—**	**72.13**	**72.13**
Net Block			
At March 31, 2019	**1,372.93**	**61.34**	**1,434.27**
At March 31, 2018	**1,372.93**	**84.27**	**1,457.20**

Notes :

Notes to 3A and 3B :

(a) Includes Rs 287.95 lacs (31st March, 2018 : 294.35 lacs) which are still in the name of erstwhile Mody Industries (F.C) Private Limited and yet to be transferred in the Company's name.

(b) Includes Rs 166.50 lacs (31st March, 2018: Rs 143.83 lacs) acquired for Research and Development purpose.

(c) Refer Note 19 and 23 for information on property, plant and equipment pledged as security by the Company.

(d) For property, plant and equipment and intangible assets existing as at April 1, 2016, i.e date of transition to Ind AS, the Company has used Indian GAAP carrying value as deemed cost. Subsequent measurement is at cost.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
4 INVESTMENTS		
Non-current		
Investments carried at Cost (Unquoted, fully paid)		
Equity Shares		
In Subsidiaries :		
Sterling Pump Pty Ltd., Australia [8 (31 March, 2018 : 8) shares of AUD 1 each]	**211.81**	211.81
Aturia International Pte Ltd, Singapore [86,52,511 (31 March, 2018 : 86,52,511) shares of SGD 1 each]	**3,929.59**	3,929.59
In Associate:		
Clyde Pumps India Private Limited [400,000 (31 March, 2018 : 400,000) shares of INR 10 each]	**40.00**	40.00
Investments carried at Fair value through Profit and Loss (Unquoted, Fully paid)		
Government Securities 7 Year Post Office National Savings Certificate *	**—**	—
5% Non-Redeemable Debentures in Woodland Hospital & Medical Research"Centre Limited [1 (31 March, 2018 : 1) share of INR 7000 each]	**0.07**	0.07
6 1/2% Non-Redeemable Debenture in Bengal Chamber of Commerce and Industry [9 (31 March, 2018 : 9) shares of INR 1000 each]	**0.09**	0.09
TOTAL	**4,181.56**	4,181.56
Aggregate amount of Unquoted Investments	**4,181.56**	4,181.56

* Investments in Government securities Rs 0.23 lacs (31 March, 2018 : 0.23 lacs) fully provided for.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
5 TRADE RECEIVABLES - NON CURRENT		
At amortised cost		
Unsecured, considered good	5,822.89	3,434.40
Receivables which have significant increase in credit risk	143.07	—
	5,965.96	3,434.40
Less :Allowances for doubtful debts	143.07	—
TOTAL	5,822.89	3,434.40

Trade receivables are pledged against the borrowings obtained by the Company as referred in Note 23.

	As at 31st March, 2019	As at 31st March, 2018
6 LOANS AND DEPOSITS - NON CURRENT		
At amortised cost		
Unsecured, considered good, unless stated otherwise		
Security Deposits	383.01	463.52
Loans to Related Parties (Refer Note 44)	13,923.37	8,226.17
TOTAL	14,306.38	8,689.69

	As at 31st March, 2019	As at 31st March, 2018
7 NON-CURRENT TAX ASSETS		
Advance Income Tax (net of provision for taxation)	457.72	315.03
TOTAL	457.72	315.03

	As at 31st March, 2019	As at 31st March, 2018
8 OTHER NON - CURRENT ASSETS		
- Unsecured , considered good, unless stated otherwise		
Capital Advance (Refer Note 56)	4,612.50	3,262.50
TOTAL	4,612.50	3,262.50

	As at 31st March, 2019	As at 31st March, 2018
9 INVENTORIES		
(Valued at lower of cost and net realisable value)		
Raw Materials and Components *#	2,851.32	1,868.04
Work-in-Progress **	1,572.37	1,331.71
Finished Goods	278.83	185.18
Stores and Spare Parts	65.74	87.74
Valued at net realisable value		
Scrap	21.12	31.11
TOTAL	4,789.38	3,503.78

(Rs. in Lacs)

* Includes inventory with third parties of Rs 28.51 lacs (31 March, 2018 : Rs 54.10 lacs)

** Includes inventory with third parties of Rs 155.52 lacs (31 March, 2018 : Rs 41.43 lacs)

Includes goods in transit of Rs 103.09 lacs (31 March, 2018 : Nil)

Refer Note 23 for information on other assets pledged as security by the Company.

	As at 31st March, 2019	As at 31st March, 2018
10 CONTRACT ASSETS		
Unbilled Revenue (Refer Note 53)	2,366.20	1247.87
TOTAL	2,366.20	1,247.87

	As at 31st March, 2019	As at 31st March, 2018
11 TRADE RECEIVABLES - CURRENT		
At amortised cost		
Unsecured, considered good	19,312.16	21,689.81
Less : Allowances for Doubtful debts	480.96	208.04
TOTAL	18,831.2	21,481.77

a) Refer Note 47 for information on trade receivables.

b) Refer Note 44 for Related Party receivables.

c) Trade receivables are non interest bearing and generally on terms of 30 to 90 days.

d) Refer Note 23 for information on trade receivables pledged as security by the Company.

	As at 31st March, 2019	As at 31st March, 2018
12 CASH AND CASH EQUIVALENTS - CURRENT		
Balances with Banks :		
– On Current Accounts	83.71	105.87
Cash on hand	7.21	6.54
TOTAL	90.92	112.41

	As at 31st March, 2019	As at 31st March, 2018
13 OTHER BANK BALANCES - CURRENT		
Balances with Banks :		
- On Unpaid Dividend Accounts *	17.90	15.81
- Deposits held as Margin money #	101.09	122.22
TOTAL	118.99	138.03

* Earmarked for payment of unpaid dividend.

Receipts lying with Banks as security against guarantee issued by them.

Refer Note 23 for information on cash and bank balances pledged as security by the Company.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
14 LOANS AND DEPOSITS - CURRENT		
At amortised cost		
Unsecured, Considered good, unless otherwise stated		
Security Deposits	50.00	110.40
TOTAL	50.00	110.40

	As at 31st March, 2019	As at 31st March, 2018
15 OTHER FINANCIAL ASSETS - CURRENT		
At amortised cost		
Unsecured, considered good, unless otherwise stated		
Interest receivables on loans and deposits *	534.22	855.70
Corporate Guarantee charges receivable *	499.02	497.06
Incentive receivables	129.38	—
Other Receivables	69.97	190.45
TOTAL	1,232.59	1,543.21

* Refer Note 44 for related party receivables.

	As at 31st March, 2019	As at 31st March, 2018
16 OTHER CURRENT ASSETS - CURRENT		
Unsecured, considered good, unless otherwise stated		
Balance with Statutory/Government authorities	2,619.01	1,552.71
Advance to suppliers	141.29	769.07
Others	36.18	5.34
TOTAL	**2,796.48**	2,327.12

	As at 31st March, 2019	As at 31st March, 2018
17 SHARE CAPITAL		
(a) Authorised shares		
103,60,000 (31 March, 2018 : 103,60,000) equity shares of Rs.10 each	1,036.00	1,036.00
14,000 (31 March, 2018 : 14,000) 11% Redeemable Cumulative Preference Shares of Rs.100 each	14.00	14.00
TOTAL	1,050.00	1,050.00
(b) Issued, Subscribed and fully paid up		
97,67,080 (31 March, 2018 - 97,67,080) equity Shares of Rs. 10 each fully paid up	976.71	976.71

(c) There has been no change in the number of equity shares in the current year and in the corresponding previous year.

(Rs. in Lacs)

(d) Terms and Rights attached to Equity Shares

The Company has issued Equity Shares having a face value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting and is accounted for in the year in which it is approved by the Shareholders in the General Meeting.

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

The Board of Directors, in its meeting on 23 May, 2019 have proposed a final dividend of Rs 7.50 per equity share for the financial year ended 31 March, 2019 (31 March, 2018 : Rs 4.00 per equity share). The proposal is subject to the approval of shareholders at the forthcoming Annual General Meeting and if approved would result in a cash outflow of Rs 883.10 lacs (31 March, 2018 : Rs 470.99 lacs) including corporate dividend tax. Proposed dividend is accounted for in the year in which it is approved by the shareholders.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
(e) Name of the Shareholders holding more than 5% shares in the Company		
Hindusthan Udyog Limited		
- No. of shares	38,61,659	38,61,659
- % of holding	39.54	39.54
Ashutosh Enterprises Limited		
- No. of shares	19,06,650	19,06,650
- % of holding	19.52	19.52
V. N. Enterprises Limited		
- No. of shares	7,55,352	4,81,468
- % of holding	7.73	4.93

As per records of the Company, including its registers of shareholders / members and others declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
18 OTHER EQUITY		
Capital Reserve		
(Reserve created on re-issue of forfeited shares)		
– As per last Financial Statement	**0.04**	0.04
Capital Redemption Reserve		
(This is a non-distributable reserve)		
- As per last Financial Statement	**14.00**	14.00
Securities Premium		
(Premium received on issue of equity shares. This reserve can be utilised in accordance with the provisions of the Act)		
- As per last Financial Statement	**9,889.20**	9,889.20

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
18 OTHER EQUITY *(contd.)*		
General Reserve		
(This reserve is a part of Retained earning, and is available for distribution to the shareholders as free reserve)		
- As per last Financial Statement	**14,154.68**	11,154.68
Add : Transfer from Surplus in the Statement of Profit and Loss	**5,845.32**	3,000.00
	20,000.00	**14,154.68**
Retained Earnings		
(Retained earnings are profits that the company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders. It also includes Revaluation reserve transferred on the date of transition)		
– As per last Financial Statement	**4,818.02**	3,321.44
Add : Profit for the year as per Statement of Profit and Loss	**7,344.3**	4,755.64
Add : Other Comprehensive Income :		
- Re - measurement gains / (losses) on defined benefit plans(net of tax)	**(8.05)**	(23.95)
	12,154.27	8,053.13
Less : - Transfer to General Reserve	**5,845.32**	3,000.00
- Final Dividend	**390.68**	195.34
- Tax on Dividend	**80.30**	39.77
	5,837.97	4,818.02
TOTAL	**35,741.21**	28,875.94

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
19 NON-CURRENT BORROWING		
Secured :		
Term Loans *		
- From Banks (Refer Note below)	**16.72**	—
Less - Current maturities of Term Loan (Refer Note 25)	**2.82**	—
TOTAL	**13.90**	—

* Car loan is secured by hypothecation of the car purchased there against. The said loan carried interest @ 9.05% p.a thereon and is repayable in 60 equal monthly instalments of Rs. 35,330/- starting from March 15, 2019 and ending on February 15, 2024.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
20 PROVISIONS - NON-CURRENT		
Provisions for Employee benefits :		
- Gratuity (Refer Note 39)	**241.92**	226.95
TOTAL	**241.92**	226.95

	As at 31st March, 2019	As at 31st March, 2018
21 DEFERRED TAX LIABILITIES (Net)		
a) Deferred Tax Liabilities :		
Tax impact arising out of temporary differences in depreciable assets	**791.21**	536.91
b) Deferred Tax Assets :		
Tax impact of expenses allowable against taxable income in future years	**(458.96)**	(241.02)
TOTAL	**332.25**	295.89

Income tax expense in the Statement of Profit and Loss comprises of: (Rs. In Lacs)

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Current tax [includes Rs 63.57 lacs (31March, 2018 : Rs 20.79 Lacs) relating to earlier years]	**4,213.57**	2,334.80
Deferred tax	**40.69**	25.67
TOTAL	**4,254.26**	2,360.47

Entire deferred income tax for the year ended 31st March, 2019 and 31st March, 2018 relates to origination and reversal of temporary differences.

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below

Particulars	**Year ended 31 March 2019**	Year ended 31 March 2018
Profit before income tax	**11,598.56**	7,116.11
Enacted tax rates in India (%)	**34.94**	34.61
Computed expected tax expense	**4,053.00**	2,462.74
Effect of non-deductible expenses for tax purposes		
CSR expenses	**10.24**	5.35
Effect of weighted deductions in Income Tax		
Research and Development Expenses	**(46.03)**	(26.59)
Depreciation on Goodwill	**182.73**	(89.09)
Tax expenses relating to earlier year	**63.57**	20.79
Others	**(9.25)**	(12.73)
Income tax expense	**4,254.26**	2,360.47

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
22 CONTRACT LIABILITIES		
Advance from customers (Refer note 53)	**535.70**	341.48
Billing in advance (Refer note 53)	**10,690.80**	4,949.65
TOTAL	**11,226.50**	5,291.13

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
23 BORROWINGS - CURRENT		
At amortised cost		
Secured		
Cash Credit from Banks (including working capital demand loans) *	**2,939.33**	6,204.41
TOTAL	**2,939.33**	6,204.41

* Cash credit from banks are secured by first charge by way of hypothecation of stocks, consumable stores, book debts and other movables and first mortgage /charge over the Company's present and future fixed assets. These are repayable on demand and carries interest in the range of 9.45% to 12.70% (31 March, 2018 : 9.30% to 12.65%)

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
24 TRADE PAYABLES - CURRENT		
At amortised cost		
Trade Payables		
• total outstanding dues of micro enterprises and small enterprises(refer note 45 for details of dues to micro and small enterprises)	**574.03**	—
• total outstanding dues of creditors other than micro enterprises and small enterprises	**10,858.26**	11,413.19
TOTAL	**11,432.29**	11,413.19

Trade payables are non-interest bearing and generally settled on 60 days terms.

(Rs. in Lacs)

25 OTHER FINANCIAL LIABILITIES - CURRENT	As at 31st March, 2019	As at 31st March, 2018
At amortised cost		
Current maturities of Term Loan	2.82	—
Interest accrued but not due on borrowings	8.83	15.01
Unclaimed Dividends	17.90	15.81
Capital Creditors	37.57	—
Employee benefits payable	232.79	168.93
Other Payables		
- Deposits	25.93	21.26
TOTAL	325.84	221.01

(Rs. in Lacs)

26 OTHER CURRENT LIABILITIES	As at 31st March, 2019	As at 31st March, 2018
Statutory dues payable	187.29	346.36
TOTAL	187.29	346.36

(Rs. in Lacs)

27 PROVISIONS - CURRENT	As at 31st March, 2019	As at 31st March, 2018
For Employee Benefits		
- Gratuity (Refer Note 39)	143.58	124.20
- Leave Benefits	173.44	165.78
Others		
- For Warranties (Refer Note 27)	138.92	138.47
- For Future Losses (Refer Note 27)	115.50	—
TOTAL	571.44	428.45

Provision for Warranty

As per the requirement of IND AS 37, the management has estimated future expenses with regard to warranty given by the Company on best judgment basis and provision thereof has been made in the accounts. The table below gives information about movement in warrranty provisions.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
Opening balance	138.47	115.56
Provided during the year	130.00	59.70
Utilized during the year	129.55	36.79
Closing balance	138.92	138.47

Provision for Future Losses

As per the requirement of IND AS 37, the management has estimated future expenses with regard to onerous contracts where the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The table below gives information about movement in provision for future losses.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
Opening balance	—	—
Provided during the year	115.50	—
Adjusted during the year	—	—
Closing balance	115.50	—

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
28 CURRENT TAX LIABILITIES		
Provision for Income tax (net of advance tax)	291.32	747.09
TOTAL	291.32	747.09

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
29 REVENUE FROM OPERATIONS		
Sale of Products (including excise duty) *	16,250.37	21,200.94
Sale of Services	343.81	1,496.62
Revenue from Construction Contracts [Refer Note 53]	35,544.47	19,499.24
Other Operating Revenues :		
- Sale of scrap	111.76	66.24
- Export incentives	1,056.70	206.05
TOTAL	53,307.11	42,469.09

* Sale of products are stated net of discounts, trade incentives, sales tax, GST etc.

Disaggregated revenue information

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
Timing of revenue recognition		
Goods transferred at a point in time	16,362.13	21,267.18
Services transferred over time	35,888.28	20,995.86
Export incentives recognised on accrual basis	1,056.70	206.05
TOTAL	53,307.11	42,469.09

For revenue disaggregated based on geographical information, refer Note 52.

Performance Obligation

Sale of goods

The performance obligation is recognised at the point in time when control of the goods - pumps, pumping systems and spares is transferred to the customer and the payment is generally due within 30 to 90 days from such delivery.

Sale of services

The performance obligation is satisfied over-time and payment is generally due upon completion of erectioning, commissioning and servicing services by the Company and its due acceptance by the customer.

Construction Contracts

The performance obligation is satisfied over-time and is calculated based on percentage completion method when the outcome of the contract can be estimated reliably. Payment is generally based on financial milestones as per terms set out in the contract and its due acceptance by the customer.

Export Incentives

Export incentives such as duty drawback and MEIS are accounted on recognition of export sales.

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
30 OTHER INCOME		
Interest Income on		
Loans and deposits	**596.57**	591.19
Other non-operating income		
Gain on Foreign Exchange fluctuation (net)	**209.10**	1,037.23
Profit on Sale of Property, plant and equipment (net)	**—**	29.96
Rent Income	**27.56**	23.76
Service Charge for Corporate Guarantee given	**25.73**	91.99
Provisions/liabilities no longer required written back	**5.32**	35.13
Miscellaneous income	**80.71**	67.32
TOTAL	**944.99**	1,876.58

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
31 COST OF MATERIALS AND COMPONENTS CONSUMED		
Inventories at the beginning of the year	**1,868.04**	1,201.90
Add : Purchases *	**29,681.71**	26,787.33
	31,549.75	27,989.23
Less: Inventories at the end of the year	**2,851.32**	1,868.04
TOTAL	**28,698.43**	26,121.19

* Includes Job work charges amounting to Rs 777.42 lacs (31st March, 2018 : Rs 712.70 lacs)

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
32 CHANGES IN INVENTORIES OF FINISHED GOODS & WORK-IN-PROGRESS		
A. Opening Stock :		
- Finished Goods	**185.18**	142.44
- Work-in-Progress	**1,331.71**	676.83
- Scrap	**31.11**	—
	1,548.00	819.27
B. Closing Stock :		
- Finished Goods	**278.83**	185.18
- Work in Progress	**1,572.37**	1,331.71
- Scrap	**21.12**	31.11
	1,872.32	1,548.00
(A-B)	**(324.32)**	(728.73)

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
33 EMPLOYEE BENEFITS EXPENSES		
Salaries and Wages	**3,018.48**	2,838.60
Contribution to Provident and Other Funds	**230.07**	236.16
Gratuity expense (Refer Note 39)	**65.27**	71.32
Staff Welfare Expenses	**225.96**	192.42
TOTAL	**3,539.78**	3,338.50

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
34 FINANCE COSTS		
Interest Expenses	**395.41**	724.01
Other Finance costs (Bank charges, etc)	**265.70**	321.83
TOTAL	**661.11**	1,045.84

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
35 DEPRECIAITION		
Depreciation on Tangible Assets (Refer Note 3A)	**288.11**	285.18
Amortisation on Intangible Assets (Refer Note 3B)	**31.48**	30.32
TOTAL	**319.59**	315.50

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
36 OTHER EXPENSES		
Consumption of Stores and Spare Parts	**564.19**	532.41
Sub-contracting expenses	**3,457.33**	2,185.80
Power and Fuel	**545.55**	544.20
Carriage Outward	**483.29**	374.79
Rent (Refer Note 51)	**365.09**	332.40
Rates & Taxes	**392.76**	228.60
Insurance	**34.28**	43.09
Repair & maintenance to Plant & Machinery	**66.30**	65.63
Repair & maintenance to Building	**180.70**	74.43
Repair & maintenance to Others	**49.72**	50.86
CSR expenditure {Refer Note 54)	**29.30**	15.47
Advertisement	**1.96**	2.79
Commission to other selling agents	**175.69**	70.71
Postage & Telephone	**49.69**	58.54
Travelling Expenses	**459.43**	423.81
Loss on Sale of Fixed Assets	**25.65**	—
Professional & Consultancy Fees	**850.68**	872.42
Directors' Fees	**1.95**	2.30
Auditors' Remuneration		
- As Auditor	**30.00**	25.00
- For Taxation matters	**—**	0.10
- For Other Services	**2.50**	1.20
- For Reimbursement of Expenses	**—**	0.60
Commission to Directors	**4.00**	4.25
Bad Debts written off (net)	**872.15**	425.44
Allowance for Doubtful Debts	**416.00**	63.78
Provision for Future Losses	**115.50**	—
Miscellaneous Expenses	**585.24**	508.30
TOTAL	**9,758.95**	6,906.92

(Rs. in Lacs)

37 Earnings Per Share (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computations:

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Profit after tax (Rs.in lacs)	**7,344.30**	4,755.64
Face value per share (Rs.)	**10.00**	10.00
Weighted average number of shares	**97,67,080**	97,67,080
Basic and Diluted Earnings Per Share (Rs.)	**75.19**	48.69

38 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. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. 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.

Employee benefit plans

The cost of defined benefit gratuity plan and its present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, an employee benefit obligation is highly sensitive to changes in these assumptions particularly the discount rate and estimate of future salary increase. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 39.

Warranty

Warranty costs are accrued at the time the products are sold. The Company estimates the provision for warranty based on past trend of actual sale of pumps. As at March 31, 2019, the estimated liability towards warranty amounted to approximately Rs. 138.92 lacs (March 31, 2018: Rs. 138.47 lacs.)

The provision towards warranty is not discounted as the management, based on past trend, expects to use the provision within twelve months after the Balance Sheet date.

Estimation of expected useful lives and residual values of property, plant and equipment

Property, plant and equipment are depreciated at historical cost using straight-line method based on the estimated useful life, taken into account at residual value. The asset's residual value and useful life are based on the Company's best estimates and reviewed, and adjusted if required, at each Balance Sheet date.

Revenue from Construction Contracts

Contract Revenue is recognised under 'percentage of completion method'. When the outcome of a construction contract can be estimated reliably contract revenue and contract costs associated with the construction contracts are recognised as revenue and expenses respectively by reference to the stage of completion of the contract activity.

(Rs. in Lacs)

Individual project budgets are reviewed regularly with project leaders to ensure that cost estimates are based upon up to date and as accurate information as possible, and take into account any relevant historic performance experience. Furthermore, all completed projects are reviewed to ensure that all relevant costs have been recorded/accrued at the time of project completion in the relevant period and that no further costs will be incurred in addition to the above costs.

Contract variations are recognized as revenues to the extent that it is probable that they will result in revenue which can be reliably measured, which requires the exercise of judgment by management based on prior experience, application of contract terms and relationship with the contract owners. Claims are recorded as revenue when negotiations have reached to an advance stage such that it is probable, the customer will accept the claim and amount can be measured reliably, which requires the exercise of judgment by management based on prior experience. For further details, Refer Note 53.

Provision for Expected Credit Losses

The Company measures Expected Credit Loss (ECL) for financial instruments based on historical trend, industry practices and the business environment in which the Company operates. For further details refer note 47.

39 Gratuity and other post-employment benefit plans

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of The payment of Gratuity Act, 1972. The scheme is funded with an insurance company in the form of qualifying insurance policy.

The following table summarises the components of net benefit expenses recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the Balance Sheet for the post retirement benefit plans.

Statement of Profit and Loss
Net employee benefit expense recognized in the employee cost

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Current service cost	**38.58**	36.06
Past service cost	**—**	12.55
Interest cost (net)	**26.69**	22.71
Expected return on plan assets	**—**	—
Total	**65.27**	71.32

Other comprehensive income (Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Expenses recognised in OCI		
Actuarial (gains) / losses		
- Arising from changes in experience	6.57	34.95
- Arising from changes in demographic assumptions	—	—
- Arising from changes in financial assumptions	4.73	(6.94)
Expected return on plan assets	1.08	8.62
Total	**12.38**	**36.63**

(Rs. in Lacs)

Balance sheet
Benefit asset/ liability

Particulars	As at 31st March, 2019	As at 31st March, 2018
1. Present value of Defined Benefit Obligation	**450.81**	429.52
2. Fair value of Plan assets	**65.31**	78.38
3. Net assets / (liability)	**(385.50)**	(351.14)

Changes in the present value of the Defined Benefit Obligation are as follows: (Rs. in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Present value of Defined Benefit Obligation at the beginning of the year	**429.52**	413.45
Current service cost / Plan amendments	**38.58**	36.06
Interest cost	**33.48**	30.16
Past service cost	—	12.55
Benefits paid	**(62.07)**	(90.71)
Actuarial (gains) / losses	—	—
- Arising from changes in experience	**6.57**	34.95
- Arising from changes in demographic assumptions	—	—
- Arising from changes in financial assumptions	**4.73**	(6.94)
Total	—	—
Present value of Defined Benefit Obligation at the end of the year	**450.81**	429.52

Changes in Fair value of Plan Assets during the year

(Rs. in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Plan assets at the beginning of the year	**78.38**	101.43
Investment income	**6.78**	7.44
Expected return on Plan assets	**(1.08)**	(8.62)
Contribution by employer	**43.30**	68.84
Actual benefits paid	**(62.07)**	(90.71)
Actuarial gains / (losses)	—	—
Plan assets at the end of the year	**65.31**	78.38

Classification of current and non current gratuity provision is based on actuarial report.

The Company expects to contribute Rs 75 lacs to Gratuity Fund in the next year (31st March, 2019: Rs 43.30 lacs)

The major categories of plan assets as a percentage of the fair value of Total Plan assets

Particulars	As at 31st March, 2019	As at 31st March, 2018
Investment with insurer	100%	100%

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
1. Discount rate	**7.40%**	7.60%
2. Mortality rate	**100%**	100%
3. Attrition rate	**2.00%**	2.00%
4. Salary Increment	**5.00%**	5.00%

The estimates of future salary increases considered in actuarial valuation takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The Overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

Defined Contribution Plan

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Contribution to Provident/Pensions Funds	**147.37**	147.93
Contribution to Superannuation Fund	**53.69**	50.51

The basis of various assumptions used in actuarial valuation and their quantitative sensitivity analysis is as shown below :

(Rs. in Lacs)

Particulars	Year ended 31.03.2019		Year ended 31.03.2018	
Assumptions	**Discount rate**		Discount rate	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
(Decrease)/Increase in Gratuity Defined benefit Obligation	(428.25)	476.35	(409.89)	453.34

Particulars	Year ended 31.03.2019		Year ended 31.03.2018	
Assumptions	Future salary increase		Future salary increase	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
(Decrease)/Increase in Gratuity Defined benefit Obligation	476.67	(427.65)	453.6	(409.37)

(Rs. in Lacs)

40 Disclosures pursuant to the Regulation 34(3) read with para A of Schedule V to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	As at 31st March, 2019	As at 31st March, 2018
Loan given to subsidiary Companies (excluding interest)		
- Aturia International, Singapore	**13,775.88**	7,476.09
- Sterling Pumps, Australia	**147.49**	150.08
- Mcneil Electricals Ltd	—	600.00
Total	**13,923.37**	8,226.17
Maximum Amount Due during the year (including interest)	**14,449.58**	8,997.67

41 Capital and other commitments

Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of Advances) Rs 543.33 lacs (31st March, 2018: Rs 514.35 lacs).

(Rs. in Lacs)

42 Contingent Liabilities

Particulars	As at 31st March, 2019	As at 31st March, 2018
Claims against the Company not acknowledged as debts	**20.90**	20.08
Contingent liabilities not provided for in the Financial Statements in respect of the following :		
- Income Tax matters under appeal	**64.52**	64.52
- Excise Duty & Service Tax matters under dispute *	**1,609.02**	1,024.63
- Bank Guarantee outstanding	**1,921.99**	2,410.45
- Corporate Guarantee outstanding (issued on behalf of Aturia International Ltd, Singapore, subsidiary of the Company)	**1,385.63**	3,590.12
Total	**5,002.05**	7,109.80

* The above amount excludes penalty and interest on the demand.

There are numerous interpretative issues relating to the Supreme Court (SC) judgement on PF dated 28th February, 2019. As a matter of caution, the Company has disclosed this fact under contingent liability. The Company will re-visit the said status, on receiving further clarity on this subject.

43 Research and Development Expenses

Research and Development Expenses relating to material consumption amounting to NIL (31st March, 2018: Rs 8.17 lacs), relating to other revenue nature aggregating to Rs 139.11 lacs (31st March, 2018: Rs 110.83 lacs) have been charged to respective heads of accounts in the Statement of Profit and Loss, and relating to capital nature aggregating to Rs 41.45 lacs (31st March, 2018: Rs 44.25 lacs) under different heads in Tangible and Intangible assets in the Balance Sheet.

44 Related Party Transactions :

Related Party disclosures as required under Ind AS 24 on "Related Party Disclosures" as certified by the management, are given below :

A. Relationship :

(i) Associate	– Clyde Pump India Private Limited (Clyde)
(ii) Joint Venture	– - WPIL (Thailand) Company Ltd. (WPIL-Thy.) (JV of Aturia Internatinal Pte Ltd.)
(iii) Subsidiaries	– Sterling Pumps Pty Limited - Australia (Sterling)
	– Aturia International Pte Ltd. - Singapore (Aturia International.)
(iv) Stepdown Subsidiaries	– Mathers Foundry Limited, U.K. (Mathers)
	– WPIL SA Holdings Pty Limited
	– APE Pumps Pty Limited (APE Pumps)
	– Mather & Platt (SA) Pty Limited
	– PSV Zambia Limited (Zambia)
	– Global Pumps Services (FZE)
	– Gruppo Aturia SpA (Aturia)
	– Rutschi Fluid AG
	– Pompes Rutschi SAS

(v) Key Management Personnel and their relatives	– Mr. P. Agarwal	: Managing Director
	– Mr. V. N. Agarwal	: Non Executive Director, Father of Mr. P. Agarwal
	– Mrs. Ritu Agarwal	: Non Executive Director, Wife of Mr. P. Agarwal
	– Mr. K. K. Ganeriwala	: Executive Director
	– Mr. U. Chakrabarty	: General Manager (Finance) and Company Secretary
	– Mr Anajan Dasgupta	: Non Executive Independent Director
	– Mr S.N. Roy	: Non Executive Independent Director
	– Mr. U. K. Mukhopadhyay	: Non Executive Independent director (till June 19, 2018)
	– Mr Rakesh Amol	: Non Executive Independent Director (appointed w.e.f 25 March, 2019)

(vi) Enterprise over which KMP/ shareholders/ relatives have significant influence	– Bengal Steel Industries Limited **(Bengal Steel)**
	– Hindusthan Udyog Limited **(HUL)**
	– Macneill Electricals Limited **(MEL)**
	– Neptune Exports Limited **(Neptune)**
	– Orient International Ltd. **(Orient)**
	– Hindusthan Parsons Ltd. **(HPL)**
	– Tea Time Ltd. **(Tea Time)**
	– Ashutosh Enterprises Ltd. **(Ashutosh)**
	– V. N. Enterprises Ltd. **(V.N.Ent.)**

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2019 *(contd.)*

B Details of transactions between the Company and related parties for the year end are given below: (Rs. in Lacs)

	Associate	Joint Venture	Subsidiary and Stepdown Subsidiaries				Enterprise over which KMP/ shareholders/ relatives have significant influence								
	Clyde	WPIL-Thy	Sterling	APE Pumps	Gruppo Aturia	Aturia International	Bengal Steel	HUL	Orient	MEL	Ashutosh	V.N.Ent.	Neptune	Tea Time	Key Management
Sale of Products and services*	— (77.87)	523.58 (1,259.65)	93.36 (15.06)	— (Nil)	17,102.03 (8,815.58)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— —	— —	— —	— —	— —	— —
Interest income	— (Nil)	— (Nil)	9.06 (9.03)	— (Nil)	— (Nil)	443.92 (431.20)	— (Nil)	— (Nil)	— (Nil)	56.71 (60.00)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Rent income	27.56 (23.76)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Service Charges	61.37 (54.11)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Service charge for Corporate Guarantee	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	25.73 (91.99)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Project Expenses paid	— (Nil)	— (Nil)	— (Nil)	— (14.11)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Purchase of Goods	— (12.00)	— (Nil)	— (17.56)	— (Nil)	242.53 (782.57)	— (Nil)	— (Nil)	606.90 (1,595.22)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Electricity charges paid	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (7.14)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Rent paid	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	210.00 (159.00)	— (Nil)	37.62 (38.30)	— (Nil)	— (Nil)	56.19 (56.19)	— (Nil)	— (Nil)
Service charges payment	— (Nil)	0.79 (Nil)	— (197.04)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Amenities paid	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	1.90 (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	7.50 (3.99)	— (Nil)	— (Nil)
Dividend paid	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	154.47 (77.23)	— (Nil)	— (Nil)	76.27 (38.13)	19.26 (9.63)	— (Nil)	— (Nil)	7.86 (3.93)
Purchase of Fixed Assets	— (Nil)	— (Nil)	— (Nil)	39.56 (Nil)	— (Nil)	— (Nil)	— (Nil)	7.46 (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Capital advance paid	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	1,350.00 (2,850.00)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Loans given	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	6,301.10 (97.17)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Loan refunded	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (771.50)	— (Nil)	— (Nil)	— (Nil)	600.00 (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)
Loan taken	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (200.00)	— (Nil)	— (200.00)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (55.00)	— (Nil)
Loan repaid	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (200.00)	— (Nil)	— (200.00)	— (Nil)	— (Nil)	— (Nil)	— (Nil)	— (55.00)	— (Nil)

*Represents billing made to the party

Figures in bracket indicate previous year's figure.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2019 *(contd.)*

C Details of outstanding balances between the Company and related parties as at year end are given below:

(Rs. in Lacs)

	Associate	Joint Venture	Subsidiary and Stepdown Subsidiaries				Enterprise over which KMP/ shareholders/ relatives have significant influence								
	Clyde	WPIL-Thy	Sterling	APE Pumps	Gruppo Aturia	Aturia International	Bengal Steel	HUL	Orient	MEL	Ashutosh	V.N.Ent.	Neptune	Tea Time	Key Management
Trade Receivables															
As at March 31st, 2019	—	316.79	76.89	—	5,620.74	—	—	—	—	—	—	—	—	—	—
As at March 31st, 2018	—	446.39	11.38	—	2,334.04	—	—	5.45	—	—	—	—	—	—	—
Other Receivables															
As at March 31st, 2019	—	—	50.77	—	—	869.43	—	—	—	105.04	—	—	—	—	—
As at March 31st, 2018	—	—	42.70	—	—	1,140.04	—	—	—	162.00	—	—	—	—	—
Trade Payables															
As at March 31st, 2019	—	5.87	15.58	37.57	—	—	—	173.97	—	—	—	—	—	—	—
As at March 31st, 2018	—	5.52	14.65	—	—	—	—	403.51	—	—	—	—	—	—	—
Other Payables															
As at March 31st, 2019	—	—	—	—	—	—	—	0.18	—	—	—	—	—	—	—
As at March 31st, 2018	—	—	—	—	—	—	—	—	—	2.70	—	—	—	—	—
Investments															
As at March 31st, 2019	40.00	—	211.82	—	—	3,929.59	—	—	—	—	—	—	—	—	—
As at March 31st, 2018	40.00	—	211.82	—	—	3,929.59	—	—	—	—	—	—	—	—	—
Capital advance															
As at March 31st, 2019	—	—	—	—	—	—	—	4,200.00	—	—	—	—	—	—	—
As at March 31st, 2018	—	—	—	—	—	—	—	2,850.00	—	—	—	—	—	—	—
Loan outstanding															
As at March 31st, 2019	—	—	147.49	—	—	13,775.88	—	—	—	—	—	—	—	—	—
As at March 31st, 2018	—	—	150.08	—	—	7,476.09	—	—	—	600.00	—	—	—	—	—
Corporate Gurrantee outstanding															
As at March 31st, 2019	—	—	—	—	—	1,385.63	—	—	—	—	—	—	—	—	—
As at March 31st, 2018	—	—	—	—	—	3,590.12	—	—	—	—	—	—	—	—	—

(Rs. in Lacs)

D Remuneration to Key Management Personnel

Details of transactions and outstanding balances between the Company and related parties as at and for the year end are given below:

Particulars	As at 31st March, 2019	As at 31st March, 2018
(i) Executive Directors		
Short term employee benefits	**105.90**	104.94
Post-employment benefits (includes provision for leaves, gratuity and other post-retirement benefits)	**8.06**	8.20
Commission	**31.50**	31.50
Total	**145.46**	144.64
Amount owed	**31.50**	31.50
(i) Other Directors		
Sitting Fees and Commission	**5.95**	6.55
Subtotal	**5.95**	6.55
Amount owed	**4.00**	4.25
(iii) Company secretary		
Short term employee benefits	**17.54**	14.39
Total	**17.54**	14.39
Amount owed	**—**	—

(Rs. in Lacs)

45 DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER MSMED ACT, 2006

Particulars	As at 31st March, 2019	As at 31st March, 2018
Principal amount due	**574.03**	—
Interest due on above	**0.51**	—
Amount of interest paid in terms of Sec 16 of the Micro, Small and Medium Enterprise Development Act, 2006.	—	—
Amount of interest due and payable for the period of delay	—	—
Amount of interest accrued and remaining unpaid as at the year end	—	—
Amount of further interest remaining due and payable in the succeeding year	—	—

46 List of subsidiaries, joint ventures and associates

Name of the Subsidiary	Country of Incorporation	Proportion of Ownership/ Interest	
		As at 31st March, 2019	As at 31st March, 2018
Aturia International Pte Limited	Singapore	**61.53%**	61.53%
Mathers Foundry Limited	UK	**61.53%**	61.53%
Sterling Pumps Pty Limited	Australia	**53.00%**	53.00%
WPIL SA Holdings Pty Limited	South Africa	**61.53%**	61.53%
APE Pumps Pty Limited	South Africa	**61.53%**	61.53%
Mather & Platt (SA) Pty Limited	South Africa	**61.53%**	61.53%
PSV Zambia Limited	Zambia	**61.53%**	61.53%
Global Pump Services FZE	UAE	**61.53%**	61.53%
Gruppo Aturia S.p.A	Italy	**61.53%**	61.53%
Rutschi Fluid AG	Italy	**61.53%**	61.53%
Pompes Rutschi SAS	Italy	**61.53%**	61.53%
Name of the Joint Venture	Country of Incorporation	Proportion of Ownership/ Interest	
		As at 31st March, 2019	As at 31st March, 2018
WPIL (Thailand) Co. Limited	Thailand	30.15%	30.15%
Name of the Associate	Country of Incorporation	Proportion of Ownership/ Interest	
		As at 31st March, 2019	As at 31st March, 2018
Clyde Pump India Private Limited	India	40%	40%
Name of the Jointly Controlled Operations	Country of Incorporation	Proportion of Ownership/ Interest	
		As at 31st March, 2019	As at 31st March, 2018
WPIL - SMS JV	India	100%	100%
LE - WPIL JV	India	25%	25%
IVRCL - Batpasco - WPIL MHI JV	India	25%	25%
WPIL - MHI JV	India	95%	—
RANJIT - WPIL JV	ndia	15%	—

47 Financial risk management objectives and policies

The Company's financial liabilities comprise loans and borrowings, trade and other payables etc. The main purpose of these financial liabilities is to finance the Company's operations. The Company's financial assets include trade and other receivables, cash and cash equivalents, that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company has a risk management policy, and its management is supported by a Risk management committee. The Risk management committee provides assurance to the Company's management that the Company's risk activities are governed by appropriate policies and procedures and that the financial risks are identified, measured and managed in accordance with Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below :

Market risks :

Market risk is the risk that the fair value of future cash flow of a future instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks, currency risk, interest rate risk and other price risk such as commodity price risk and equity price risk. Financial instrument affected by market risk include trade payables, trade receivables, borrowings etc.

Interest rate risk :

The Company's exposure to the risk of changes in market interest rates relate primarily to the Company's debt.

Interest rate sensitivity :

The following table demonstrates the sensitivity to a reasonable possible change in interest rates. With all other variables held constant, the Company's profit before tax is affected through the impact of floating rate as follows :

(Rs. in Lacs)

Particulars	Increase/decrease in basis points	Effect on profit before tax+/-
31st March, 2019	50 basis points	22.86
31st March, 2018	50 basis points	34.43

Foreign Currency Risk:

Foreign Currency Risk is the risk that the fair value or future cash flow of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of change in the foreign exchange is detailed below :

Particulars	Currency	Increase/ decrease in basis points	Effect on profit before tax+/- Year ended 31st March, 2019	Year ended 31st March, 2018
Trade payables	USD	50 basis points	(0.30)	(0.10)
Trade payables	EURO	50 basis points	—	(0.12)
Trade payables	GBP	50 basis points	(0.05)	(0.05)
			(0.35)	(0.27)
Trade receivables	USD	50 basis points	2.05	2.48
Trade receivables	EURO	50 basis points	29.36	12.96
Loans and Other Receivables	USD	50 basis points	19.82	19.44
Loans and Other Receivables	GBP	50 basis points	5.22	5.53
Loans and Other Receivables	EURO	50 basis points	48.18	18.10
Loans and Other Receivables	AUD	50 basis points	0.99	0.96
			105.62	59.47

Credit risk:

Credit risk is the risk that counterparty will not meet its obligation under a financial instrument or a customer contract leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables).

Trade receivables :

Customers' credit risk is managed by the respective department subject to Company's established policy, procedure and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits as defined by the Company. Outstanding customers' receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis. The calculation is based on historical data of credit losses.

The ageing analysis of receivables (gross of provisions) has been considered from the date the invoice falls due.

(Rs. in Lacs)

Trade receivables	Within credit period	0-181 days	Less than 1 year	More than 1 year	Total
As at 31st March, 2019					
Unsecured	11,334.65	9,518.46	1,992.93	2,432.08	25,278.12
Less- Allowance for Bad and Doubtful debtors					624.03
Total					**24,654.09**
As at 31st March, 2018					
Unsecured	12,359.20	3,706.08	1,716.97	7,341.96	25,124.21
Less- Allowance for Bad and Doubtful debtors					208.04
Total					**24,916.17**

The movement of Trade Receivables and Expected Credit Loss are as follows:

(Rs. in Lacs)

Particulars	**As at 31st March, 2019**	As at 31st March, 2018
Trade Receivables (Gross)	**25,278.12**	25,124.21
Expected Credit Loss	**624.03**	208.04
Trade Receivables (Net)	**24,654.09**	24,916.17

Liquidity risk :

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligation or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are monitored by Company's senior management. Management monitors the Company's net liquidity position through rolling forecast on the basis of Company's expected cash flow.

The Company's objective is to maintain a balance between the continuity of funding and flexibility through the use of cash credit, bank loans amongst others.

Maturity profile of Financial Liabilities :

The table below provides details regarding remaining contractual maturities of financial liabilities at the reporting date based on contractual undisclosed payments :

(Rs. in Lacs)

(Rs. in Lacs)

	0-1 year	More than I year	Total
Financial liabilities			
As at 31st March, 2019 :			
- Borrowings *	2,942.15	16.52	2,958.67
- Trade payables	11,432.29	—	11,432.29
- Other current financial liabilities	325.84	—	325.84
- Total	**14,700.28**	**16.52**	**14,716.80**
As at 31st March, 2018 :			
- Borrowings	6,204.41	—	6,204.41
- Trade payables	11,413.19	—	11,413.19
- Other current financial liabilities	221.01	—	221.01
- Total	**17,838.61**	**—**	**17,838.61**

* includes interest payable in future Rs 2.62 lacs (31 March, 2018 : NIL)

48 Capital management

(Rs. in Lacs)

For the purpose of Company's capital management, capital includes issued equity capital and all other equity reserves attributable to equity holders. The primary objective of the Company's capital management is to maximise the shareholder value and keep the debt equity ratio within acceptable range.

The Company manages its capital structure and makes adjustment in the light of changes in economic conditions and the requirement of financial covenants. The Board of Directors seeks to maintain prudent balance between different components of the Company's capital. Net debt is defined as current and non-current borrowings (including current maturities of long term debts and interest accrued).

49 Standard issued but not yet effective

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net debt (Rs in lacs)	2,964.88	6,219.42
Total equity (Rs in lacs)	36,717.92	29,852.65
Net debt plus total equity (Rs in lacs)	39,682.80	36,072.07
Gearing ratio	0.08	0.21

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company’s financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

Ministry of Corporate Affairs (""MCA"") through Companies (Indian Accounting Standards) Amendment Rules, 2018 has notified the following new and amendments to Ind ASs which the Company has not applied as they are effective for annual periods beginning on or after April 1, 2019:

(Rs. in Lacs)

Ind AS 116 Leases

Ind AS 116 Leases was notified on March 30, 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after April 1, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. Lessors will continue to classify all leases using the same classification principle as in Ind AS 17 and distinguish between two types of leases: operating and finance leases.

The Company intends to adopt this standard. However, adoption of this standard is not likely to have a significant impact in its Ind AS Financial statements.

Appendix C to Ind AS 12 Uncertainty over Income Tax Treatment

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of Ind AS 12 and does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Interpretation specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately.
- The assumptions an entity makes about the examination of tax treatments by taxation authorities.
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates.
- How an entity considers changes in facts and circumstances.

An entity has to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty should be followed.

The interpretation is effective for annual reporting periods beginning on or after 1 April, 2019, but certain transition reliefs are available. The Company will apply the interpretation from its effective date.

These amendments shall have no material impact on the financial statements of the Company.

Amendments to Ind AS 109: Prepayment Features with Negative Compensation

Under Ind AS 109, a debt instrument can be measured at amortised cost or at fair value through other comprehensive income, provided that the contractual cash flows are 'solely payments of principal and interest on the principal amount outstanding' (the SPPI criterion) and the instrument is held within the appropriate business model for that classification. The amendments to Ind AS 109 clarify that a financial asset passes the SPPI criterion regardless of the event or circumstance that causes the early termination of the contract and irrespective of which party pays or receives reasonable compensation for the early termination of the contract.

The amendments should be applied retrospectively and are effective for annual periods beginning on or after 1 April, 2019. These amendments have no impact on the financial statements of the Company.

Amendments to Ind AS 19: Plan Amendment, Curtailment or Settlement

The amendments to Ind AS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments specify that when a plan amendment, curtailment or settlement occurs during the annual reporting period, an entity is required to:

- Determine current service cost for the remainder of the period after the plan amendment, curtailment or settlement, using the actuarial assumptions used to remeasure the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event.
- Determine net interest for the remainder of the period after the plan amendment, curtailment or settlement using: the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event; and the discount rate used to remeasure that net defined benefit liability (asset).

The amendments also clarify that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognised in profit or loss.

The amendments apply to plan amendments, curtailments, or settlements occurring on or after the beginning of the first annual reporting period that begins on or after 1 April, 2019. These amendments will apply only to any future plan amendments, curtailments, or settlements of the Company.

Annual improvement to Ind AS (2018);

These improvements include:

Amendments to Ind AS 12: Income Taxes

The amendments clarify that the income tax consequences of dividends are linked more directly to past transactions or events that generated distributable profits than to distributions to owners. Therefore, an entity recognises the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

An entity applies those amendments for annual reporting periods beginning on or after 1 April, 2019. Since the Company's current practice is in line with these amendments, the Company does not expect any effect on its financial statements.

Amendments to Ind AS 23: Borrowing Costs

The amendments clarify that an entity treats as part of general borrowings any borrowing originally made to develop a qualifying asset when substantially all of the activities necessary to prepare that asset for its intended use or sale are complete.

An entity applies those amendments to borrowing costs incurred on or after the beginning of the annual reporting period in which the entity first applies those amendments. An entity applies those amendments for annual reporting periods beginning on or after 1 April, 2019. Since the Company's current practice is in line with these amendments, the Company does not expect any effect on its financial statements.

50 Categorization of Financial Instruments:

The fair value of the financial assets (excluding investments in subsidiaries and associate) and liabilities approximates their carrying amounts as at the Balance Sheet date.

51 Leases

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Lease Rentals recognised during the year	365.09	332.40

The obligations on long-term, non-cancellable operating leases payable as per the rentals stated in the respective agreements are as follows:

The operating lease arrangements are renewable on a periodic basis. The period of extension depends on mutual agreement. These lease agreements have price escalation clauses.

52 Disclosure as required by Ind AS 108, Operating Segments

As the Company's business activity falls within a single operating segment, comprising of engineering, manufacturing, installation and servicing of pumps of various sizes, no separate segment information is disclosed.

Geographical Information

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Revenue from external customers		
- Within India	34,860.23	33,164.13
- Outside India	18,446.88	9,304.96
Total	53,307.11	42,469.09
Non current asset *		
- Within India	9,235.69	7,941.86
- Outside India	—	—
Total	9,235.69	7,941.86

* Represents amount excluding financial assets and tax assets.

The revenue information above is based on the locations of the customers. The operating facilities of the Company are situated in India and are common for production of both domestic and export market.

Revenue of Rs 24,696.49 lacs (31 March, 2018 : Rs 12,219.58 lacs) are derived from three (31 March, 2018 : two) customers, each of whom contributed to more than 10% of the total revenue.

(Rs. in Lacs)

53 Disclosure in accordance with Indian Accounting Standard - 115

Particulars	As at 31st March, 2019	As at 31st March, 2018
Contract assets	**2,366.20**	1,247.87
Contract liabilities	**11,226.50**	5,291.13

(i) **Significant changes in contract assets and liabilities**

Contract assets are initially recognised for revenue earned from designing, developing, manufacturing, erecting, commissioning and servicing of pumps & pumping systems as receipt of consideration is conditional on successful completion of above milestones. Upon completion and acceptance by the customer, the amounts recognised as contract assets are reclassified to trade receivables.

The increase in contract assets in FY 2018-19 is the result of the increase in ongoing supply, erection and commissioning services at the end of the year.

Contract liabilities include advances received/advanced billing majorly in connection with supply, erection and commissioning services of pumps and pumping systems. The outstanding balances of these accounts increased in FY 2018-19 by Rs. 5,741.15 lacs due to the increase in billing on achievement of financial milestones for which certain activities are yet to be provided by the Company. There also has been a significant increase in the Company's customer base during the year.

Other than above, there was further increase in advances received from customers other than for construction projects during the year amounting to Rs. 194.22 lacs.

(ii) Revenue recognised in relation to contract liabilities (Rs. in Lacs)

The following table shows the amount of revenue recognised in the current reporting period which relates to carried-forward contract liabilities :

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Amounts included in contract liabilities at the beginning of the year	**5,291.13**	1,121.02

(iii) Unsatisfied performance obligations

The following table shows unsatisfied performance obligations resulting from construction contracts - (Rs. in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Transaction price allocated to unsatisfied performance obligations		
- Within one year	50,034.19	33,304.73
- More than one year	7,872.09	30,283.48
	57,906.28	63,588.21

The Company expects that 86% of the transaction price allocated to unsatisfied performance obligations as at March 31, 2019 will be recognised within one year based on the tenure of the project and expected work completion stage. Balance portion is expected to be received after one year without any significant delay.

Other than construction contracts, all other contracts have original expected duration of one year or less. As permitted under Ind AS 115, transaction price allocated to these usatisfied contracts has not been disclosed.

(Rs. in Lacs)

54 Details of CSR expenditure

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
(a) Gross amount required to be spent by the Company	**59.35**	38.74
(b) Amount spent during the year :		
(i) on construction / acquisition of any asset	**—**	—
(ii) on purposes other that (i) above	**29.30**	15.47

55 Distribution of Dividend (Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Dividend on Equity shares declared and paid :		
Final dividend for the year ended 31 March, 2019 :		
Rs 4/- per share (31 March, 2017 : Rs 2/- per share)	**390.68**	195.34
Dividend distribution tax on final dividend	**80.30**	39.77
	470.98	235.11
Proposed dividend on Equity shares :		
Proposed dividend on equity shares for the year ended 31 March, 2019 :		
Rs 7.50 per share (31 March, 2018 : Rs 4/- per share)	**732.53**	390.68
Dividend distribution tax on proposed dividend	**150.57**	80.30
	883.10	470.98

56 The Board of Directors of the Company at its meeting held on July 14, 2017 have approved a proposal for acquisition of an Alloy and Stainless Steel Castings Foundry unit in Nagpur from Hindusthan Udyog Limited (HUL) as slump sale on a going concern basis. The Company has paid advance of Rs 4200 lacs to HUL for the transaction. Pending necessary approvals and formalities for the acquisition, no adjustment has been made in the financials.

57 The Company has identified that its only reportable segment and Cash generating unit (CGU) is “Pump and pump accessories”. The carrying amount of goodwill as at 31st March, 2019 is Rs 1,372.93 lacs. Before the year end, the management has tested the goodwill for impairment. In this regard, discounting factor of 8% has been considered. The management has also performed sensitivity analysis around the base assumptions and have concluded that no reasonable changes in key assumptions would cause the recoverable amount of the CGU to be less than the carrying value.

As per our Report of even date
For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E / E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352

Place : Kolkata
Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF WPIL LIMITED

Report on the Audit of the Consolidated Ind AS Financial Statements

Qualified Opinion

We have audited the accompanying consolidated Ind AS financial statements of WPIL Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") its associate, joint venture and joint operations comprising of the Consolidated Balance sheet as at March 31, 2019, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, associate, joint venture and joint operations, except for the effects of the matters described in the 'Basis for Qualified Opinion' section of our report, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("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 consolidated state of affairs of the Group, its associate, joint venture and joint operations as at March 31, 2019, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Qualified Opinion

The accompanying consolidated Ind AS financial statements include unaudited financial statements / information in respect of one direct subsidiary, one subsidiary of WPIL SA Holdings Pty Limited (SAHPL) and one subsidiary of Aturia International Pte Limited (AIPL), whose financial statements and other financial information reflect total assets of Rs. 3,325.42 lacs as at March 31, 2019 and total revenues of Rs. 2,256.75 lacs and net cash outflows of Rs.357.24 lacs for the year ended on that date. These unaudited financial statements and other unaudited financial information have been approved by the Board of Directors of the respective companies and furnished to us by the management of the Company. The consolidated Ind AS financial statements also include the Group's share of net gainof Rs.76.15 lacs for the year ended March 31, 2019, as considered in the consolidated Ind AS financial statements, in respect of an associate whose Ind AS financial statements and a joint venture whose financial statements and other financial information have not been audited and whose unaudited financial statements and other unaudited financial information have been approved by the Board of Directors of the respective companies and furnished to us by the management of the Company. We are unable to comment on the adjustments in relation to such balances, if any, had the same been subjected to audit.

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs),as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the consolidated Ind AS financial statements' section of our report. We are independent of the Group 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 Act 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 qualified audit opinion on the consolidated Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the 'Basis for Qualified Opinion' section we have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

Key audit matters	**How our audit addressed the key audit matter.**
Revenue recognition on projects(as described in note 2.3 (d), note 30 and note 54 of the financial statements)	
The Holding Company is involved in pump construction projects for which it applies input method to recognise revenue on the basis of the entity's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation (akin to Percentage of Completion method). The amount of revenue and profit recognised in a year on projects is dependent, inter alia, on the actual costs incurred, the assessment of the percentage of completion of (long-term) contracts and the forecasted contract revenue and costs to complete of each project. Furthermore, the amount of revenue and profit is influenced by the valuation of variation orders and claims. This often involves a high degree of judgment due to the uncertainty about costs to complete and uncertainty about the outcome of discussions with customers on variation orders and claims, and therefore this is considered to be a key audit matter for the purpose of our audit.	Our audit procedures included the following: • Assessed the internal control environment relating to revenue recognition process and tested relevant controls of the Holding Company. • Obtained detailed breakdown of project cost and traced the cost incurred with the project records and cost to be incurred from the purchase orders placed and representations obtained from management regarding their best estimate of the cost where orders have not been placed. We also assessed the adequacy of the estimated costs with reference to prevailing prices of the materials on a sample basis. • Tested on a sample basis the actual costs incurred on projects during the current year. • Obtained representations and checked underlying documents regarding claims / liquidated damages / variation in scope on a sample basis. • Re-calculated the percentage of completion based on the latest budgeted costs and the actual costs incurred; • Tested the adequacy of disclosures made in the consolidated Ind AS financial statements.

<table>
<tr><th>Key audit matters</th><th>How our audit addressed the key audit matter.</th></tr>
<tr><td colspan="2">Allowance for doubtful accounts (as described in note 5, note 11, note 37 and note 48 of the financial statements)</td></tr>
<tr><td>As at 31st March, 2019, trade receivables were Rs. 24,654 lacs against which the allowances for doubtful accounts amounts to Rs.624 lacs in the books of the Holding Company. Further, during the year, the Holding Company has recognised impairment (Bad debts written off and Provision for doubtful debts) amounting to Rs.1,288 lacs for irrecoverable accounts.

An estimated allowance for doubtful accounts is maintained to reduce the Holding Company's receivables to their carrying amount, which approximates their fair value. Management evaluates the estimated allowance based on specific reviews of customer accounts as well as experience with collection trends in the industry and current economic and business conditions.

Management's continued refinement of the allowance for doubtful accounts based on known customer information and evaluation of expected time of collection (to arrive at their fair value) involves significant amount of judgements and managements estimation and is therefore a key audit matter.</td><td>Our audit procedures included the following:
• Evaluated and tested the design and operating effectiveness of the controls over the accounting process of allowance for doubtful accounts.
• Evaluated management's assumption and judgment by comparing to the historical collection trends. For balances, which are not considered doubtful, we tested subsequent receipts on test basis for sample accounts. Where the amounts are not received subsequently for sample accounts, we used alternative procedures to support the recoverability of the balances such as verifying correspondences with the customers or checking underlying supporting documents.
• In addition, we corroborated management's representations with the source data for specific customers, performed ratio analysis on the Holding Company's allowance for doubtful accounts; and re-calculated the allowance for doubtful accounts using management's model. Also corroborated the determination of fair value of receivables based on expected time of collection and discount rate (expected credit loss)
• Tested the adequacy of Company's disclosure regarding allowance for doubtful accounts / expected credit loss.</td></tr>
</table>

Other Information

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

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

In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the consolidated Ind AS financial statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated

Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group including its associate, joint venture and joint operations in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associate, joint venture and joint operations are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and of its associate, joint venture and joint operations 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 the 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate, joint venture and joint operations are responsible for assessing the ability of the Group and of its associate, joint venture and joint operations 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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group and of its associate, joint venture and joint operations are also responsible for overseeing the financial reporting process of the Group and of its associate, joint venture and joint operations.

Auditor's Responsibilities for the Audit of the consolidated Ind AS financial statements

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

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

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associate, joint venture and joint operations 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 consolidated Ind AS 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 Group and its associate, joint venture and joint operations to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate, joint venture and joint operations of which we are the independent auditors, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

(a) We did not audit the financial statements and other financial information, in respect of five (5) joint operations, whose Ind AS financial statements include total assets of Rs. 6,019.66 lacs as at March 31, 2019, total revenues of Rs.18,353.81 lacs and net cash inflows of Rs.7.77 lacs for the year ended on that date. These Ind AS financial statement and other financial information have been audited by other auditors, which Ind AS financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these joint operations, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid joint operations, is based solely on the reports of such other auditors.

(b) We did not audit the financial statements and other financial information, in respect of one (1) direct subsidiary, two (2) subsidiaries of Aturia International Pte Limited (AIPL), two (2) subsidiaries of WPIL SA Holdings Pty Limited (SAHPL) and consolidated financial statement of one (1) subsidiary of AIPL including its two (2) subsidiaries, whose financial statements include total assets of Rs. 88,152.37 lacs as at March 31, 2019, and total revenues of Rs. 86,767.46 lacs and net cash inflows of Rs. 5,705.51 lacs for the year ended on that date. These financial statements and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of such other auditors.

These subsidiaries (direct and stepdown) are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, associate, joint venture and joint operations, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

a) Except for the matter described in the Basis for Qualified paragraph above, we/the other auditors whose reports we have relied upon, 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 of the aforesaid consolidated Ind AS financial statements;

(b) Except for the matter described in the Basis for Qualified paragraph above, in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

(d) Except for the matter described in the Basis for Qualified paragraph above, in our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) The matter described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the Group;

(f) Except for the matter described in the Basis for Qualified paragraph above, on the basis of the written representations received from the directors of the Holding Company as on March 31, 2019 and taken on record by the Board of Directors of the Holding Company, none of the directors of the Group's companies incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

(g) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above;

(h) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company and its associate company incorporated in India, refer to our separate Report in "Annexure 1" to this report;

(i) In our opinion, the managerial remuneration for the year ended March 31, 2019 has been paid / provided by the Holding Company in accordance with the provisions of section 197 read with Schedule V to the Act.

(j) 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, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, associate, joint venture and joint operations, as noted in the 'Other matter' paragraph:

   i. Except for the possible effect of the matter described in the Basis of Qualified Opinion above, the consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, its associate, joint venture and joint operations in its consolidated Ind AS financial statements – Refer note 43 to the consolidated Ind AS financial statements;

   ii. Except for the possible effect of the matter described in the Basis of Qualified Opinion above, the Group,its associate, joint venture and joint operations has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer note 28 and note 37 to the consolidated Ind AS financial statements;

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company during the year ended March 31, 2019.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership Number: 060352

Place of Signature: Kolkata
Date: May 23, 2019

Annexure 1 to the Independent Auditor's Report of even date on the consolidated Ind AS financial statements of WPIL Limited

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

In conjunction with our audit of the consolidated Ind AS financial statements of WPIL Limited as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of WPIL Limited (hereinafter referred to as the "Holding Company") and its associate company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its associate company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements 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, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements 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 over financial reporting with reference to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtainedis sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements.

Meaning of Internal Financial Controls Over Financial Reporting With Reference to these consolidated Ind AS financial statements

A company's internal financial control over financial reporting with reference to these consolidated Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these consolidated Ind AS financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to these consolidated Ind AS financial statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements, 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 with reference to these consolidated Ind AS financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these consolidated Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Qualified Opinion

The system of internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements with regard to its associate company were not made available, to determine if the associate company has established adequate internal financial control over financial reporting with reference to these consolidated Ind AS financial statements and whether such internal financial controls with reference to these consolidated Ind AS financial statements were operating effectively as at March 31, 2019. Hence, we are unable to comment on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements, in so far as it relates to such associate.

Our report for the year ended March 31, 2018 was similarly qualified in respect of the above matter.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the holding company's annual or interim consolidated financial statements will not be prevented or detected on a timely basis.

In our opinion, the Holding Company, except for the possible effects of the matter described in qualified opinion above in respect of associate company incorporated in India, has maintained in all material respects, adequate internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements and such internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements were operating effectively as at March 31,2019, based on the internal control over financial reporting criteria established by the Holding 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.

Other Matters

We also have audited, in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India as specified under section 143(10) of the Act, the consolidated Ind AS financial statements of the Holding Company, which comprise the Consolidated Balance Sheet as at March 31, 2019, and the Consolidated Statement of Profit and Loss including other comprehensive income and Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information, and our report dated May 23, 2019 expressed a qualified opinion thereon.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership Number: 060352

Place of Signature: Kolkata
Date: May 23, 2019

CONSOLIDATED BALANCE SHEET
AS AT 31ST MARCH, 2019

(Rs. in Lacs)

Particulars	Note	As at 31st March, 2019	As at 31st March, 2018
I. ASSETS			
Non - Current Assets			
a) Property, Plant and Equipment	3A	**12,828.15**	13,689.55
b) Capital Work-in-progress		**63.77**	0.61
c) Goodwill	3B	**3,783.32**	3,783.32
d) Other Intangible Assets	3B	**968.86**	753.33
e) Investment in an associate and a Joint Venture	4A	**1,381.98**	1,305.82
f) Financial Assets			
i) Investments	4B	**27.42**	27.42
ii) Trade Receivables	5	**5,822.89**	3,434.40
iii) Loans and Deposits	6	**2,107.53**	1,063.52
g) Deferred Tax Assets (net)	22	**682.87**	946.27
h) Non-Current Tax Assets	7	**457.72**	509.08
i) Other Non-Current Assets	8	**4,627.89**	3,262.50
	(A)	**32,752.40**	28,775.82
Current Assets			
a) Inventories	9	**19,615.69**	19,361.69
b) Contract Assets	10	**6,717.02**	5,860.72
c) Financial assets			
i) Trade Receivables	11	**29,262.63**	35,352.25
ii) Cash and Cash equivalents	12	**8,404.60**	3,077.82
iii) Bank balances other than (ii) above	13	**877.17**	138.03
iv) Loans and Deposits	14	**90.24**	156.56
v) Other Financial Assets	15	**312.41**	325.31
d) Current Tax Assets (net)	16	**274.50**	754.46
e) Other Current Assets	17	**6,730.41**	5,915.71
	(B)	**72,284.67**	70,942.55
Total assets (A + B)		**105,037.07**	99,718.37
II. EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	18	**976.71**	976.71
b) Other Equity	19	**39,742.64**	28,356.56
Equity attributable to equity holders of the parent		**40,719.35**	29,333.27
Non controlling interests		**3,089.12**	383.65
Total Equity	**(C)**	**43,808.47**	29,716.92
Liabilities			
i) Non - Current Liabilities			
a) Financial Liabilities			
i) Borrowings	20	**2,286.44**	2,334.56
b) Provisions	21	**1,510.52**	1,234.13
c) Deferred Tax Liabilities (net)	22	**948.43**	909.00
	(D)	**4,745.39**	4,477.69
ii) Current liabilities			
a) Contract Liabilities	23	**17,021.02**	25,336.27
b) Financial Liabilities			
i) Borrowings	24	**9,888.58**	13,160.45
ii) Trade Payables	25		
- Total outstanding dues of micro enterprises and small enterprises		**574.03**	—
- Total outstanding dues of creditors other than micro enterprises and small enterprises		**20,998.32**	19,256.51
iii) Other Financial Liabilities	26	**3,263.45**	3,539.90
c) Other Current Liabilities	27	**915.43**	1,084.21
d) Provisions	28	**1,035.76**	1,003.88
e) Current Tax Liabilities (net)	29	**2,786.62**	2,142.54
	(E)	**56,483.21**	65,523.76
Total liabilities (D + E)	**(F)**	**61,228.60**	70,001.45
Total equity and liabilities (C + F)		**105,037.07**	99,718.37
Summary of significant accounting policies	2		

The accompanying notes are an integral part of these consolidated Ind AS financial statements

As per our Report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352
Place : Kolkata, Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

CONSOLIDATED STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH, 2019

(Rs. in Lacs)

	Particulars	Note	For the year ended 31st March, 2019	For the year ended 31st March, 2018
I.	**Income :**			
	Revenue from Operations	30	115,646.82	84,718.45
	Other Income	31	2,064.68	1,654.61
	Total Income		117,711.50	86,373.06
II.	**Expenses**			
	Cost of Material and Components consumed	32	50,377.00	37,790.97
	Changes in Inventories of Finished Goods and Work-in-Progress	33	1,630.31	2,119.29
	Excise Duty on Sale of Goods		—	230.34
	Employee Benefits Expenses	34	16,091.40	17,656.18
	Finance Costs	35	1,312.39	2,239.90
	Depreciation and Amortisation expense	36	1,941.93	2,213.87
	Other Expenses	37	24,146.91	17,223.86
	Total Expenses		95,499.94	79,474.41
III.	**Profit before tax and share of profit/(loss) of an associate and a joint venture (I - II)**		22,211.56	6,898.65
	Share of profit/(loss) of an associate and joint venture		76.15	(25.37)
IV.	**Profit before tax**		22,287.71	6,873.28
V.	**Tax Expense**			
	Current tax [Includes Rs. 44.97 Lacs (31st March 2018: Rs. 20.79 lacs relating to earlier years)		6,489.43	3,327.44
	Deferred tax expense/(credit)]		65.76	(20.70)
	Total Tax Expense		6,555.19	3,306.74
VI.	**Profit/(Loss) for the year (IV - V)**		15,732.52	3,566.54
VII.	**Other comprehensive income (OCI)**			
	Items not to be re-classified to statement of profit or loss in subsequent periods:			
	Re-measurement gain/(losses) on defined benefit plans		(456.63)	(24.50)
	Income tax relating to above		87.07	9.77
	Items to be re-classified to statement of profit or loss in subsequent periods:			
	Foreign Currency Translation Reserve		(800.44)	(357.90)
	Other Comprehensive Income for the year		(1,170.00)	(372.63)
VIII.	**Total comprehensive income for the year (VI + VII)**		14,562.52	3,193.91
	Profit for the year		15,732.52	3,566.54
	Attributable to			
	Equityholders of the parent		12,569.93	4,007.81
	Non-controlling interests		3,162.59	(441.27)
	Total comprehensive income for the year		14,562.52	3,193.91
	Attributable to			
	Equityholders of the parent		11,857.06	3,709.93
	Non-controlling interests		2,705.46	(516.02)
	Earnings per equity share			
	[Nominal Value of shares Rs. 10/- (31 March, 2018: Rs. 10/-)]			
	(a) Basic		128.70	41.03
	(b) Diluted		128.70	41.03

Summary of significant accounting policies 2

The accompanying notes are an integral part of these consolidated Ind AS financial statements

As per our Report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352
Place : Kolkata, Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2019

(Rs. in Lacs)

		For the year ended 31st March, 2019	For the year ended 31st March, 2018
A.	**Cash Flow from Operating Activities**		
	Profit before tax and share of profit / (loss) of an associate and a joint venture	**22,211.56**	6,898.65
	Adjustment to reconcile profit before tax to net cash flows:		
	Depreciation and Amortisation expenses	**1,941.93**	2,213.87
	Profit on sale of Property, Plant and equipment	**(29.54)**	(221.87)
	Finance Costs	**1,312.39**	2,239.90
	Bad Debts/advances written off (net of reversals)	**1,110.59**	999.55
	Allowances for doubtful debts	**417.43**	101.41
	Provision for future losses	**115.50**	—
	Provisions/unspent liabilities no longer required written back	**(5.32)**	(35.13)
	Interest Income on loans and deposits	**(154.62)**	(151.33)
	Operating Profit before Working Capital changes	**26,919.92**	12,045.05
	Adjustment for:		
	Increase in trade payables	**2,321.16**	4,455.68
	Increase/(decrease) in provisions	**(263.86)**	301.79
	Increase/(decrease) in other current liabilities	**(204.84)**	20,517.52
	Increase/(decrease) in contract liabilities	**(8,315.25)**	—
	Decrease/(Increase) in trade receivables	**2,173.11**	(7,114.47)
	Decrease in inventories	**(254.00)**	(3,968.06)
	Decrease/(Increase) in loans and advances	**(3,374.90)**	(952.56)
	Decrease/(Increase) in contract assets	**(856.30)**	—
	Increase in other non current assets	**(15.39)**	—
	Decrease/(Increase) in other financial assets	**(8.90)**	—
	Increase in other current assets	**982.51**	(3,871.61)
	Cash generated from operations	**19,103.26**	21,413.34
	Taxes Paid (net)	**(4,989.89)**	(3,258.65)
	Net Cash from Operating Activities	**14,113.37**	18,154.69
(B)	**Cash Flow from Investing Activities**		
	Purchase of Property, Plant and Equipment and Intangibles (including capital work -in-progress)	**(1,784.95)**	(1,237.05)
	Proceeds from Sale of Property, Plant and Equipment	**655.14**	279.52
	Advance given for acqusition of a unit (Refer note 58)	**(1,350.00)**	(2,850.00)
	Repayment of Loan by Related Party	**600.00**	—
	Interest received	**176.42**	134.62
	Movements in deposits with bank (net)	**(737.05)**	39.90
	Net Cash from/(used) in Investing Activities	**(2,440.44)**	(3,633.01)
(C)	**Cash Flow from Financing Activities**		
	Proceeds from Long term Borrowings	**1,824.22**	—
	Repayment of Long Term Borrowings	**(2,090.33)**	(9,147.06)
	Net movement in Short Term Borrowings	**(3,271.87)**	(775.51)
	Interest paid	**(1,336.88)**	(2,277.82)
	Dividend paid (including dividend dividend tax)	**(470.98)**	(234.04)
	Net Cash from/(used) in Financing Activities	**(5,345.84)**	(12,434.43)
D.	**Exchange differences on translation of foreign subsidiaries**	**(1,000.31)**	(1,354.34)
	Net Increase/(Decrease) in Cash & Cash Equivalents (A + B + C + D)	**5,326.78**	732.91
	Cash and Cash Equivalents at the beginning of the year	**3,077.82**	2,344.91
	Cash and Cash Equivalents at the end of the year (Refer Note 12)	**8,404.60**	3,077.82

The accompanying notes are an integral part of these consolidated Ind AS financial statements

As per our Report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352
Place : Kolkata, Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH, 2019

A. Equity Share Capital

Equity shares of Rs. 10 each issued, subscribed and fully paid up

Particulars	Number	Rs. in Lacs
At 31st March, 2018	9,767,080	976.71
At 31st March, 2019	9,767,080	976.71

(Rs. in Lacs)

B. Other Equity

Particulars	Attributable to the Equity holders of the parent								
	Capital Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Retained Earnings	Foreign currency translation reserve	Total	Non controlling interest	Total Equity
As at 31st March, 2017	**0.04**	**14.00**	**9,889.20**	**11,154.68**	**3,162.95**	**660.86**	**24,881.73**	**901.69**	**25,783.42**
Profit for the year	-	-	-	-	4,007.81	-	4,007.81	(441.27)	3,566.54
Other comprehensive income									
Re-measurement gains / (losses) on defined benefit plans (net of tax)	-	-	-	-	(14.73)	-	(14.73)	-	(14.73)
Foreign Currency Translation Reserve	-	-	-	-	-	(283.14)	(283.14)	(74.76)	(357.90)
Total comprehensive income	**-**	**-**	**-**	**-**	**3,993.08**	**(283.14)**	**3,709.94**	**(516.03)**	**3,193.91**
Transfer to General Reserve	-	-	-	3,000.00	(3,000.00)	-	-	-	-
Final Dividend for the year ended 2016-17	-	-	-	-	(195.34)	-	(195.34)	-	(195.34)
Dividend distribution tax	-	-	-	-	(39.77)	-	(39.77)	-	(39.77)
Share of Profit/(Loss) of Joint Venture	-	-	-	-	-	-	-	(2.01)	(2.01)
As at 31st March, 2018	**0.04**	**14.00**	**9,889.20**	**14,154.68**	**3,920.92**	**377.72**	**28,356.56**	**383.65**	**28,740.21**
Profit for the year	-	-	-	-	12,569.93	-	12,569.93	3,162.59	15,732.52
Other comprehensive income									
Re-measurement gains / (losses) on defined benefit plans (net of tax)	-	-	-	-	(230.49)	-	(230.49)	(139.06)	(369.55)
Foreign Currency Translation Reserve	-	-	-	-	-	(482.38)	(482.38)	(318.06)	(800.44)
Total comprehensive income	**-**	**-**	**-**	**-**	**12,339.44**	**(482.38)**	**11,857.06**	**2,705.47**	**14,562.53**
Transfer to General Reserve	-	-	-	5,845.32	(5,845.32)	-	-	-	-
Final Dividend for the year ended 2017-18	-	-	-	-	(390.68)	-	(390.68)	-	(390.68)
Dividend distribution tax	-	-	-	-	(80.30)	-	(80.30)	-	(80.30)
As at 31st March, 2019	**0.04**	**14.00**	**9,889.20**	**20,000.00**	**9,944.06**	**(104.66)**	**39,742.64**	**3,089.12**	**42,831.76**

The accompanying notes are an integral part of these consolidated Ind AS financial statements

As per our Report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E/E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352
Place : Kolkata, Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

1. Corporate information

WPIL Limited ('the Company') is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The Company's registered office is at Trinity Plaza, 3rd Floor, 84/1A, Topsia Road (South), Kolkata – 700046. Its shares are listed on the Bombay Stock Exchange Limited and the Calcutta Stock Exchange Limited in India.

The Company and its subsidiaries (collectively referred to as 'Group'), its associate and a joint venture are principally engaged in designing, developing, manufacturing, erecting, commissioning and servicing of pumps & pumping systems. The Group caters to both domestic and international markets.

These consolidated Ind AS financial statements were approved for issue by the Board of Directors on May 23, 2019.

2. Significant accounting policies

2.1 Basis of preparation and compliance with Ind AS

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the consolidated financial statements.

The consolidated Ind AS financial statements have been prepared on a historical cost convention on accrual basis except for certain financial instruments which are measured in terms of relevant Ind AS at fair value / amortised costs at the end of each reporting period.

The consolidated financial statements are presented in INR and all values are rounded to the nearest lacs (INR 00,000), except when otherwise indicated.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group, its associate and a joint venture as at 31 March 2019. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31 March. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary.

Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intra-group losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intra-group transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Re-classifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

2.3 Summary of significant accounting policies

a. Investments in associate and joint venture

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

The Group's investments in its associate and joint venture are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The statement of profit and loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

If an entity's share of losses of an associate or a joint venture equals or exceeds its interest in the associate or joint venture (which includes any long term interest that, in substance, form part of the Group's net investment in the associate or joint venture), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture. If the associate or joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of an associate and a joint venture is shown on the face of the statement of profit and loss.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognises the loss as 'Share of profit of an associate and a joint venture' in the statement of profit or loss.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss

b. Current versus non-current classification

The Group 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

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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

c. Foreign currencies

The financial statements are presented in INR, which is the Group's functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

d. Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

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

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

e. Revenue recognition

Ind AS 115 was issued on 28 March, 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all the relevant facts and circumstances when applying each step of the model to contracts with their customers. The Group adopted Ind AS 115 using the modified retrospective method of adoption with the date of initial application of 1 April, 2018. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Group elected to apply the standard to all contracts as at 1 April, 2018. However, the application of Ind AS 115 does not have any significant impact on the recognition and measurement of revenue and related items.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of goods

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer. The revenue is measured based on the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions. As the period between the date on which the Group transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are considered.

The Group typically provides warranties for general repairs on all its products sold, in line with the industry practice. These assurance-type warranties are accounted for under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets. Refer to the accounting policy on warranty provisions in section (l) Provisions.

Export entitlements are recognised when the right to receive the credits as per the terms of the schemes is established in respect of the exports made by the Group and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Construction Contracts

Revenue on contracts is recognised using input method where revenue is accounted on the basis of the entity's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation (akin to Percentage of Completion method).

The amount of revenue and profit recognised in a year on projects is dependent, inter alia, on the actual costs incurred, the assessment of the percentage of completion of (long-term) contracts and the forecasted contract revenue and costs to complete of each project. Furthermore, the amount of revenue and profit is influenced by the valuation of variation orders and claims.

In cases, where the current estimates of the total contract cost and revenue indicate a loss, such loss is recognized as an expense.

Contract Balances

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (o) Financial instruments – initial recognition and measurement.

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

Rendering of services

Revenue from sale of services is recognised upon the rendering of services and are recognised net of goods and service tax.

Interest income

Interest income is included in other income in the statement of profit and loss. Interest income is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate when there is a reasonable certainty as to realisation.

Dividends

Revenue is recognised when the Group's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of dividend can be measured reliably.

Rental income

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature.

f. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except, when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except, when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

g. Property, plant and equipment

Capital work-in-progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Land and buildings are measured at cost less accumulated depreciation on buildings and impairment losses, if any.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of the asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Depreciation is provided at rates calculated to write off cost, less estimated residual value, of each asset on a straight line basis using the estimated useful lives of the assets (determined by management based on technical estimates) as follows -

Class of Asset	Useful Lives estimated by the management
Factory Buildings	30 years
Non-Factory Buildings	3 to 60 years
Plant and equipment	10 to 40 years
Patterns and moulds	15 years
Furniture & Fixtures	10 years
Computers	3 to 6 years
Office Equipment	5 years
Vehicles	8 to 10 years

Depreciation on fixed assets added / disposed-off during the year is provided on pro-rata basis with reference to the date of addition/disposal.The management has estimated, supported by technical assessment by experts, the useful lives of certain plant and equipment which are different than those indicated in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

Leasehold land is amortised over the tenure of respective leases.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Major inspection and overhaul costs are depreciated over the estimated life of the economic benefit derived from such cost. The carrying amount of the remaining previous overhaul cost is charge to the statement of profit and loss if the next overhaul is undertaken earlier than the previously estimated life of the economic benefit.

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

h. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives including Goodwill are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Research and development costs

Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Group can demonstrate:

❑ The technical feasibility of completing the intangible asset so that the asset will be available for use or sale

❑ Its intention to complete and its ability and intention to use or sell the asset

❑ How the asset will generate future economic benefits

❑ The availability of resources to complete the asset

❑ The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

During the period of development, the asset is tested for impairment annually.

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

i. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

j. Leases

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

A lease is classified at the inception date as a finance lease or an operating lease.

Group as a lessee

A lease that transfers substantially all the risks and rewards incidental to ownership to the Group is classified as a finance lease.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Group's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term unless the lease arrangements are structured to increase in line with expected general inflation or another systematic basis which is more representative of the time pattern of the benefits availed. Contingent rentals, is any, arising under operating leases are recognised as an expense in the period in which they are incurred.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. Lease income on an operating lease is recognised in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation, are recognized as an expense in the Statement of Profit and Loss.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

k. Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials and components: cost includes cost of purchase and other costs excluding taxes subsequently recoverable from tax authorities incurred in bringing the inventories to their present location and condition. The cost is calculated on weighted average method.

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

- Finished goods: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. The cost is calculated on weighted average method.
- Work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity depending upon the stages of completion, but excluding borrowing costs. The cost is calculated on weighted average method.
- Stores and spare parts: cost of purchase and other costs excluding taxes subsequently recoverable from tax authorities incurred in bringing the inventories to their present location and condition. The cost is calculated on weighted average method.
- Scrap items are valued at net realisable value.

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

l. Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

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

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

m. Provisions

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

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

Warranty provisions

Provisions for warranty-related costs are recognised when the product is sold or service provided to the customer. Initial recognition is based on historical experience. The initial estimate of warranty-related costs is revised annually.

Onerous contracts

If the Group has a contract that is onerous, the present obligation under the contract is recognised and measured as a

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

provision. However, before a separate provision for an onerous contract is established, the Group recognises any impairment loss that has occurred on assets dedicated to that contract.

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Group cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it.

n. Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

o. Retirement and other employee benefits

Retirement benefit in the form of Provident Fund and Superannuation Schemes are defined contribution schemes. The Group has no obligation, other than the contribution payable to the respective funds. The Group recognizes contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity liability is funded defined benefit obligation and is provided for on the basis of actuarial valuation done on projected unit credit method at the end of each reporting period.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not re-classified to profit or loss in subsequent periods.

The Group treats accumulated leaves expected to be carried forward beyond twelve months, as long term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the end of each financial year. The Group presents the leave as current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date. Where the Group has unconditional legal and contractual right to defer the settlement for the period beyond 12 months, the same is presented as non-current liability. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

p. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial

SIGNIFICANT ACCOUNTING POLICIES *(contd.)*

asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (d) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent Measurement

Subsequent measurement of financial assets is described below -

- Debt instruments at amortised cost

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

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

- Debt instruments at fair value through other comprehensive income (FVTOCI)

  A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income, subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to the Statement of Profit and Loss, even on sale of investment.

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

Derecognition

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

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

b) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18.

c) Financial guarantee contracts which are not measured as at FVTPL.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original Effective Interest Rate (EIR). Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss. This amount is reflected under the head 'other expenses' (or 'other income') in the Statement of Profit and Loss.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

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

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

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

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

q. Business combination

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred. At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values.

Any business combinations involving entities or businesses under common control are accounted for using the pooling of interests method:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

r. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

s. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which are not allocable to segments on a reasonable basis, are included under "Unallocated revenue/ expenses/ assets/ liabilities". The Group has identified only one operating segment viz, Pumps and its accessories and parts.

The analysis of geographical segments is based on the areas in which customers of the Group are located.

t. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss before OCI for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

3A PROPERTY, PLANT AND EQUIPMENT

(Rs. in Lacs)

Particulars	Freehold Land and building	Leasehold Land (a)	Buildings	Plant & Machinery (b)	Patterns & Moulds (b)	Furniture & Fittings	Computers (b)	Vehicles	Total
Cost at 1st April, 2017	**4,746.36**	**630.83**	**2,118.93**	**5,489.80**	**600.80**	**545.95**	**185.61**	**251.79**	**14,570.07**
Additions	4.58	-	30.45	848.00	11.19	195.43	13.25	1.58	1,104.48
Disposals	-	-	(4.79)	(72.34)	-	(32.01)	(0.04)	(6.12)	(115.30)
Exchange differences	(34.75)	19.05	(63.45)	44.45	82.88	261.58	18.58	28.04	356.38
At 31 March, 2018	**4,716.19**	**649.88**	**2,081.14**	**6,309.91**	**694.87**	**970.95**	**217.40**	**275.29**	**15,915.63**
Additions	7.66	-	554.00	647.41	78.43	85.76	109.12	80.59	1,562.97
Disposals	-	-	-	(990.49)	(32.73)	(119.91)	(14.92)	(22.13)	(1,180.18)
Exchange differences	(127.25)	(9.70)	126.13	(98.63)	(55.33)	(310.81)	(3.94)	(16.51)	(496.04)
At 31 March, 2019	**4,596.60**	**640.18**	**2,761.27**	**5,868.20**	**685.24**	**625.99**	**307.66**	**317.24**	**15,802.38**
Depriciation									
At 1 April, 2017	**537.20**	**7.16**	**265.62**	**721.08**	**61.33**	**101.75**	**34.17**	**51.76**	**1,780.07**
Charge for the year	37.42	7.16	121.15	913.05	16.83	110.30	15.83	43.54	1,265.28
Adjustments on Disposals	-	-	(0.39)	(26.02)	-	(29.80)	-	(1.44)	(57.65)
Exchange differences	(494.85)	-	(120.21)	(193.10)	(8.30)	35.56	2.34	16.94	(761.62)
At 31 March, 2018	**79.77**	**14.32**	**266.17**	**1,415.01**	**69.86**	**217.81**	**52.34**	**110.80**	**2,226.08**
Charge for the year	55.25	7.16	235.95	806.66	106.40	68.02	73.54	73.58	1,426.56
Adjustments on Disposals	-	-	-	(433.10)	(6.02)	(83.27)	(14.87)	(17.32)	(554.58)
Exchange differences	(5.54)	-	(3.50)	(50.18)	(9.61)	(40.45)	(3.56)	(10.99)	(123.83)
At 31 March, 2019	**129.48**	**21.48**	**498.62**	**1,738.39**	**160.63**	**162.11**	**107.45**	**156.07**	**2,974.23**
Net Block									
At 31st March, 2019	**4,467.12**	**618.70**	**2,262.65**	**4,129.81**	**524.61**	**463.88**	**200.21**	**161.17**	**12,828.15**
At 31st March, 2018	**4,636.42**	**635.56**	**1,814.97**	**4,894.90**	**625.01**	**753.14**	**165.06**	**164.49**	**13,689.55**

3B : GOODWILL AND OTHER INTANGIBLE ASSETS

(Rs. in Lacs)

Particulars	Goodwill	Development costs	Computer Software(b)	Licenses and Others	Total
Cost as at 1st April, 2017	**3,783.32**	**1,887.16**	**375.36**	**220.02**	**6,265.86**
Additions	-	118.03	119.93	114.15	352.11
Disposals	-	-	-	-	-
Exchange differences	-	(351.64)	25.46	142.76	(183.42)
At 31st March, 2018	**3,783.32**	**1,653.55**	**520.75**	**476.93**	**6,434.55**
Additions	-	98.29	44.69	15.84	158.82
Disposals	-	-	-	-	-
Assets written off	-	-	-	-	-
Exchange differences	-	580.23	(6.75)	(4.30)	569.18
At 31 March 2019	**3,783.32**	**2,332.07**	**558.69**	**488.47**	**7,162.55**
Amortisation					
At 1st April, 2017	**-**	**731.46**	**156.94**	**122.78**	**1,011.18**
Charge for the year	-	733.26	164.12	51.21	948.59
Exchange differences	-	(20.59)	2.19	(43.47)	(61.87)
At 31st March, 2018	**-**	**1,444.13**	**323.25**	**130.52**	**1,897.90**
Charge for the year	-	182.19	125.17	208.01	515.37
Disposals	-	-	-	-	-
Exchange differences	-	(36.80)	(12.41)	46.31	(2.90)
At 31 March, 2019	**-**	**1,589.52**	**436.01**	**384.84**	**2,410.37**
Net Block					
at 31st March, 2019	**3,783.32**	**742.55**	**122.68**	**103.63**	**4,752.18**
at 31st March, 2018	**3,783.32**	**209.42**	**197.50**	**346.41**	**4,536.65**

Notes : (a) Includes Rs 287.95 lacs (31st March 2018 : 294.35 lacs) which are yet to be transferred in the Company's name.

(b) Includes Rs 166.50 lacs (31st March 2018: Rs 143.83 lacs) acquired for Research and Development purpose.

(c) Refer Note 20 & 24 for information on property, plant and equipment pledged as security by the Company.

(d) For Property, Plant and Equipment and Intangible Assets existing as at April 1, 2016 i.e. date of transition to Ind AS, the Company has used Indian GAAP carrying value as deemed cost. Subsequent measurement is at cost.

(Rs. in Lacs)

4A. INVESTMENTS IN AN ASSOCIATE AND A JOINT VENTURE	**As at 31st March, 2019**	As at 31st March, 2018
Non-current		
Investments carried at amount computed using equity method		
Equity Shares		
In Associate		
Clyde Pumps India Private Limited [4,00,000 (31st March, 2018: 4,00,000) shares of Rs. 10 each]	**40.00**	40.00
Add: Share of profit/(loss)	**1,076.09**	1,020.87
	1,116.09	1,060.87
In Joint Venture		
WPIL Thailand (Company) Limited 4,90,000 (31st March, 2018: 4,90,000) shares of THB 5 each	**39.88**	39.88
Add: Share of profit/(loss)	**226.01**	205.07
	265.89	244.95
TOTAL	**1,381.98**	1,305.82

(Rs. in Lacs)

4B. INVESTMENTS	**As at 31st March, 2019**	As at 31st March, 2018
Non-Current		
Investments carried at Fair Value through Profit and Loss		
(Unquoted, fully paid)		
Unquoted equity shares		
Cowater Industry SA [510 (31st March, 2018: 510) shares of TND 100 each]	**27.26**	27.26
Government Securities		
7 Year Post Office National Savings Certificate *	**—**	—
5% Non-Redeemable Debentures in Woodland Hospital & Medical Research Centre Limited [1 (31st March, 2018: 1) of Rs. 7,000 each]	**0.07**	0.07
6 1/2% Non-Redeemable Debentures in Bengal Chamber of Commerce and Industry [9 (31st March, 2018: 9) of Rs. 1,000 each]	**0.09**	0.09
TOTAL	27.42	27.42
Aggregate amount of unquoted Investments	**1,409.40**	1,333.24

* Investment in Government securities Rs. 0.23 Lacs (31st March, 2018 : Rs. 0.23 Lacs), fully provided for.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
5. TRADE RECEIVABLES - NON-CURRENT		
At amortised cost		
Unsecured, Considered good	**5,822.89**	3,434.40
Receivables which have significant increase in credit risk	**143.07**	—
	5,965.96	3,434.40
Less: Allowance for doubtful debts	**143.07**	—
TOTAL	**5,822.89**	3,434.40

Trade Receivables are pledged against the borrowings obtained by the Company as referred in Note 20 & 24

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
6. LOANS AND DEPOSITS - NON-CURRENT		
At amortised cost		
Unsecured, considered good, unless stated otherwise		
Security Deposits	**2,107.53**	463.52
Loans to Related Parties (Refer Note 47)	**—**	600.00
TOTAL	**2,107.53**	1,063.52

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
7. NON-CURRENT TAX ASSETS		
Advance Income Tax (net of provision for taxation)	**457.72**	509.08
TOTAL	**457.72**	509.08

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
8. OTHER NON-CURRENT ASSETS		
Unsecured, considered good, unless stated otherwise		
Capital Advance (Refer Note 58)	**4,612.50**	3,262.50
Other Advance	**15.39**	—
TOTAL	**4,627.89**	3,262.50

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
9. INVENTORIES		
Valued at lower of cost and net realisable value		
Raw materials and components *#	**8,724.58**	6,466.03
Work-in-progress **	**6,635.61**	4,231.77
Finished goods	**4,168.64**	8,545.04
Stores and Spare parts	**65.73**	87.74
Valued at net realizable value		
Scrap	**21.13**	31.11
TOTAL	**19,615.69**	19,361.69

* Includes inventories with third parties of Rs. 28.51 Lacs (31 March, 2018: Rs. 54.10 Lacs)
** Includes inventories with third parties of Rs. 155.52 Lacs (31March, 2018: Rs. 41.43 Lacs)
# Includes goods in transit of Rs. 103.09 lacs (31 March, 2018 : Nil)
Refer Note 20 & 24 for information on other assets pledged as security by the Company

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
10. CONTRACT ASSETS		
Unbilled Revenue (Refer Note 54)	**6,717.02**	5,860.72
	6,717.02	5,860.72

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
11. TRADE RECEIVABLES - CURRENT		
At amortised cost		
Unsecured, considered good	29,743.59	35,560.29
Less: Allowance for doubtful debts	480.96	208.04
TOTAL	**29,262.63**	35,352.25

a) Refer Note 48 for information on trade receivables
b) Refer Note 47 for Related Party Receivables
c) Trade Receivables are non interest bearing and generally on terms of 30 to 90 days
d) Refer Note 20 & 24 for information on trade receivables pledged as security by the Company

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
12. CASH AND CASH EQUIVALENTS - CURRENT		
Balances with Banks:		
On current accounts	**8,376.32**	3,062.46
Cash on hand	**28.28**	15.36
TOTAL	**8,404.60**	3,077.82

(Rs. in Lacs)

13. OTHER BANK BALANCES - CURRENT	As at 31st March, 2019	As at 31st March, 2018
Balances with Banks:		
On Unpaid Dividend accounts*	**17.90**	15.81
Deposits with original maturity for more than 12 months	**758.18**	—
Deposits held as Margin Money#	**101.09**	122.22
TOTAL	**877.17**	138.03

* Earmarked for payment of dividend
# Receipts lying with banks as security against guarantees issued by them
Refer Note 20 & 24 for information on cash and bank balances pledged as security by the Company

(Rs. in Lacs)

14. LOANS AND DEPOSITS - CURRENT	As at 31st March, 2019	As at 31st March, 2018
At amortised cost		
Unsecured, considered good, unless stated otherwise		
Security Deposits	90.24	156.56
TOTAL	**90.24**	156.56

(Rs. in Lacs)

15. OTHER FINANCIAL ASSETS - CURRENT	As at 31st March, 2019	As at 31st March, 2018
At amortised cost		
Unsecured, considered good, unless stated otherwise		
Interest Receivable on Loans and Deposits *	**113.06**	134.86
Incentives Receivable	**129.38**	—
Other Receivables	**69.97**	190.45
TOTAL	**312.41**	325.31

* Refer Note 47 for Related Party Receivables

(Rs. in Lacs)

16. CURRENT TAX ASSETS	As at 31st March, 2019	As at 31st March, 2018
Advance Income Tax (net of provision for taxation)	**274.50**	754.46
TOTAL	**274.50**	754.46

(Rs. in Lacs)

17. OTHER CURRENT ASSETS	As at 31st March, 2019	As at 31st March, 2018
Unsecured, considered good, unless stated otherwise		
Balance with Stautory/Government Authorities	**3,379.60**	1,582.39
Advance to Suppliers	**2,518.15**	3,951.15
Others	**832.66**	382.17
TOTAL	**6,730.41**	5,915.71

(Rs. in Lacs)

18. EQUITY SHARE CAPITAL	As at 31st March, 2019	As at 31st March, 2018
(a) Authorised shares		
103,60,000 (31st March, 2018: 103,60,000) Equity Shares of Rs. 10 each	**1,036.00**	1,036.00
14,000 (31st March, 2018: 14,000), 11% Redeemable Cumulative Preference Shares of Rs. 100 each	**14.00**	14.00
	1,050.00	1,050.00

(Rs. in Lacs)

(b) Issued, Subscribed and Paid up	As at 31st March, 2019	As at 31st March, 2018
97,67,080 (31st March, 2018 - 97,67,080) Equity Shares of Rs. 10 each fully paid up	**976.71**	976.71

(c) There has been no change in the number of equity shares in the current year and in the corresponding previous year.

(d) Terms and rights attached to Equity Shares

The Company has issued Equity Shares having a face value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting and is accounted for in the year in which it is approved by the Shareholders in the General Meeting.

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

The Board of Directors, in its meeting on 23rd May, 2019, have proposed a final dividend of Rs 7.50 per equity share for the financial year ended 31st March, 2019 (31st March, 2018: Rs. 4.00 per equity share). The proposal is subject to the approval of shareholders at the forthcoming Annual General Meeting and if approved would result in a cash outflow of Rs. 883.10 lacs (31st March, 2018: Rs. 470.99 lacs) including corporate dividend tax. Proposed dividend is accounted for in the year in which it is approved by the shareholderes.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
(e) Shareholders holding more than 5% shares in the Company		
Name of the Shareholder		
Hindusthan Udyog Limited		
- No. of shares	**3,861,659**	3,861,659
- % of holding	**39.54%**	39.54%
Asutosh Enterprises Limited		
- No. of shares	**1,906,650**	1,906,650
- % of holding	**19.52%**	19.52%
V.N. Enterprises Limited		
- No. of shares	**755,352**	481,468
- % of holding	**7.73%**	4.93%

As per the records of Company, including its registers of shareholders/members and others declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
19. OTHER EQUITY		
a) Capital reserve (Reserve created on reissue of forfeited shares) – As per last Financial Statement	**0.04**	0.04
b) Capital Redemption Reserve (This is a non distributable reserve) – As per last Financial Statement	**14.00**	14.00
c) Securities Premium (Premium received on issue of equity shares. This reserve can be utilised in accordance with the provisions of the Act) – As per last Financial Statement	**9,889.20**	9,889.20
d) General Reserve (This Reserve is part of Retained Earnings and is available for distribution to the shareholders as free reserve) – As per last Financial Statement	**14,154.68**	11,154.68
Add: Transfer from Surplus in the Statement of Profit and Loss	**5,845.32**	3,000.00
	20,000.00	14,154.68

(Rs. in Lacs)

19. OTHER EQUITY (Contd.)	As at 31st March, 2019	As at 31st March, 2018
e) Retained Earnings		
(Retained Earnings are profits that the Company has earned till date, less any transfer to General Reserve, Dividends or Other distributions paid to shareholders. It also includes Revaluation Reserve transferred on the date of transition)		
– As per last Financial Statement	**3,920.92**	3,162.95
Add: Profit for the year as per Statement of Profit and Loss	**12,569.93**	4,007.81
Add: Other Comprehensive Income		
Re-measurement gains / (losses) on defined benefit plans (net of tax)	**(230.49)**	(14.73)
	16,260.36	7,156.03
Less:		
– Transfer to General Reserve	**5,845.32**	3,000.00
– Final Dividend	**390.68**	195.34
– Dividend Distribution Tax	**80.30**	39.77
	9,944.06	3,920.92
f) Foreign Currency Translation Reserve		
As per last Financial Statement	**377.72**	660.86
Add: Arising during the year	**(482.38)**	(283.14)
	(104.66)	377.72
TOTAL	**39,742.64**	28,356.56

(Rs. in Lacs)

20. BORROWINGS - NON-CURRENT	As at 31st March, 2019	As at 31st March, 2018
Term Loan		
a) Secured		
From Banks (Refer note 1 & 2 below)	**21.88**	61.28
From Others (Refer note 3 below)	**910.41**	1,143.68
b) Unsecured		
From Bank (Refer note 4 below)	**1,354.15**	1,129.60
	2,286.44	2,334.56
Repayable within one year		
Term Loans		
a) Secured		
From Banks (Refer note 1, 2 & 5 below)	**26.72**	488.39
From Others (Refer note 3 below)	**252.23**	156.65
b) Unsecured		
From Bank (Refer note 4 below)	**1,344.77**	1,196.67
	1,623.72	1,841.71
Total Non-Current Borrowings	**3,910.16**	4,176.27
Less: Amounts disclosed under the head "Other Current Financial Liabilities" (Refer Note 26)	**(1,623.72)**	(1,841.71)
TOTAL	**2,286.44**	2,334.56

Notes:

1. Term Loan from banks of Rs. 31.88 lacs (31st March, 2018: Rs. 61.28 lacs) taken by one of the subsidiary from Standard Bank for the acquisition of a property and is secured by way of a charge against the property. It carries interest at prime interest rate plus 0.55%.
2. Car Loan of Rs. 16.72 Lacs (31st March, 2018: Nil) availed by the Parent Company is secured by hypothecation of the car purchased there against. The said loan carried interest @ 9.05% p.a. thereon and is repayable in 60 equal monthly installments of Rs. 35,330/- starting from March 15, 2019 and ending on February 15, 2024.
3. Foreign currency Term loan from Others of Rs. 1,162.64 lacs (31st March, 2018: Rs. 1,300.33 lacs) taken by 3 subsidiaries for the acquisition of various Property Plant and Equipments and is secured by way of a hypothecation of such Property Plant and Equipments.
4. Unsecured term loan from banks of Rs. 2,698.92 lacs (31st March, 2018: Rs. 2,326.27 lacs) taken by 3 step down subsidiaries carry floating interest rate between Euribor 3 months plus 1.25% to Euribor 3 months plus 1.80% or fixed rate of upto 4.75% (31st March, 2018: Euribor 3 months plus 1.25% to Euribor 3 months plus 1.78%) and is repayable in quarterly installments by 2021.
5. Term Loans from Bank of Nil (31st March, 2018: Rs. 488.39 lacs) taken by one of the subsidiary are for the acquisition of South African step down subsidiaries and are secured by way of an exclusive charge over the entire assets of such stepdown subsidiaries and are secured by way of Corporate Guarantee given by the Parent Company and the step down subsidiaries and pledge of shares of such step down subsidiaries. It carries interest rate of NIL (31st March, 2018 Libor plus 5.25%)

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
21. PROVISIONS - NON-CURRENT		
Provision for employee benefits		
Gratuity (Refer Note 40a)	**241.92**	226.95
Other Defined Benefit Plans (Refer Note 40b)	**1,268.60**	1,007.18
TOTAL	**1,510.52**	1,234.13

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
22. DEFERRED TAX ASSETS /(LIABILITIES) (Net)		
Deferred Tax Liabilities:		
Tax impact arising out of temporary differences in depreciable assets	**(999.76)**	(631.05)
Tax impact arising out of fair valuation of land and buildings	**(513.83)**	(518.97)
Deferred Tax Assets:		
Tax impact of losses against taxable income in future years	**135.67**	—
Tax impact of expenses allowable agianst taxable income in future years	**583.04**	241.02
Others mainly on account of expenses allowable in future	**529.32**	946.27
Net deferred tax assets/(liabilities)	**(265.56)**	37.27
Reflected in the Balance Sheet as follows:		
Deferred Tax Assets	**682.87**	946.27
Deferred Tax Liabilities:	**(948.43)**	(909.00)
Net deferred tax assets/(liabilities)	**(265.56)**	37.27

(Rs. in Lacs)

Income tax expense in the Statement of Profit and Loss comprises:

Particulars	As at 31st March, 2019	As at 31st March, 2018
Current Tax (Includes Rs. 44.97 Lacs (31st March 2018: Rs. 20.79 lacs) relating to earlier years	**6,489.43**	3,327.44
Deferred Tax	**65.76**	(20.70)
TOTAL	**6,555.19**	3,306.74

Entire deferred income tax for the year ended 31st March, 2019 and 31st March, 2018 relates to origination and reversal of temporary differences.

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

Particulars	As at 31st March, 2019	As at 31st March, 2018
Profit before income tax	**22,287.71**	6,873.28
Enacted tax rates in India (%)	**34.94%**	34.61%
Computed expected tax expense	**7,788.22**	2,378.71
Effect of non deductible expenses / (income) for tax purposes	**(68.49)**	5.35
Effect of weighted deductions in Income Tax		
Research and Development Expenses	**(46.03)**	(26.59)
Depreciation on Goodwill	**182.73**	(89.09)
Losses and deductible temporary difference against which no deferred tax asset created for some subsidiaries	**(447.93)**	855.99
Effect of different tax rate from foreign subsidiaries	**(867.16)**	165.53
Effect of loss from associate	**0.77**	8.78
Tax Expenses relating to earlier year	**44.97**	20.79
Others	**(31.89)**	(12.73)
Income tax expense	**6,555.19**	3,306.74

(Rs. in Lacs)

23. CONTRACT LIABILITIES

	As at 31st March, 2019	As at 31st March, 2018
Advance from Customers	**5,887.07**	20,384.53
Billing in advance (Refer Note 54)	**11,133.95**	4,951.74
	17,021.02	25,336.27

(Rs. in Lacs)

24. BORROWINGS - CURRENT

	As at 31st March, 2019	As at 31st March, 2018
At amortised cost		
Secured		
Cash Credit from Banks (including working capital demand loans) (Refer note 1, 2, 3 & 4 below)	**4,502.44**	9,135.55
	4,502.44	9,135.55
Unsecured		
Short Term Loans from:		
Banks (Refer note 5 below)	**5,272.76**	3,926.41
Body Corporates (Refer note 6 below)	**113.38**	98.49
	5,386.14	4,024.90
TOTAL	**9,888.58**	13,160.45

1. Cash credit facility availed by the Parent Company from banks amounting to Rs. 2,939.33 Lacs (31st March, 2018: Rs. 6,204.41 Lacs) are secured by first charge by way of hypothecation of stocks, consumable stores, book debts and other movables and first mortgage / charge over the Company's present and future fixed assets. These are repayable on demand and carries interest in the range of 9.45% to 12.70% (31st March, 2018: 9.30% to 12.65%).
2. Working Capital Term Loans of Rs. 1,385.63 lacs (31st March, 2018: Rs. 1,302.73 lacs) taken by one of the subsidiary are to meet the working capital requirements of 3 step down subsidiaries and are secured by way of Corporate Guarantee given by the Parent Company and the step down subsidiaries and an exclusive charge over the entire assets of such step down subsidiaries and pledge of shares of such step down subsidiaries. It carries interest rate of Libor plus 4.75%.
3. Working Capital Term Loans of Rs. Nil (31st March, 2018: Rs. 1,628.42 lacs) taken by one of the subsidiary are to meet the working capital requirements of a step down subsidiary and are secured by way of Corporate Guarantee given by the Parent Company and the step down subsidiary and an exclusive charge over the entire assets of such step down subsidiary and pledge of shares of such step down subsidiary. It carries interest rate of Libor plus 3.9%.
4. Cash credit facility availed by one of the subsidiaries from bank amounting to Rs. 177.48 Lacs (31st March, 2018: Nil) are secured by hypothecation of book debts and inventory. It carries interest rate of 6.54% (31st March, 2018: Nil)
5. Short term loans from Banks taken by one of the step down subsidiary are repayable on demand and carries interest at the rate of Euribor 3 months + 1.2% to 2.3% (31st March, 2018: 1.2% to 1.5%).
6. Short term loans availed by a subsidiary from Body Corporates are repayable on demand and carries interest at the rate of 6% (31st March, 2018: 6%)

(Rs. in Lacs)

25. TRADE PAYABLES - CURRENT

	As at 31st March, 2019	As at 31st March, 2018
At amortised cost		
Trade Payables		
– Total outstanding dues of micro enterprises and small enterprises (refer note 45 for details of dues to micro and small enterprises)	**574.03**	—
– Total outstanding dues of creditors other than micro enterprises and small enterprises	**20,998.32**	19,256.51
TOTAL	**21,572.35**	19,256.51

Trade Payables are non-interest bearing and generally settled on 60 days terms.

(Rs. in Lacs)

26. OTHER FINANCIAL LIABILITIES - CURRENT	As at 31st March, 2019	As at 31st March, 2018
At amortised cost		
Current maturities of long term borrowings	**1,623.72**	1,841.71
Interest accrued but not due on borrowings	**18.71**	43.20
Unclaimed Dividends	**17.90**	15.81
Capital Creditors	**37.57**	—
Employee Benefits payable	**232.79**	168.93
Other Payables:		
- Deposits	**25.93**	21.26
- Others	**1,306.83**	1,448.99
TOTAL	**3,263.45**	3,539.90

(Rs. in Lacs)

27. OTHER CURRENT LIABILITIES	As at 31st March, 2019	As at 31st March, 2018
Statutory dues payable	**915.43**	1,084.21
TOTAL	**915.43**	1,084.21

(Rs. in Lacs)

28. PROVISIONS - CURRENT	As at 31st March, 2019	As at 31st March, 2018
For Employee Benefits		
Gratuity (Refer Note 40a)	**143.58**	124.20
Leave Benefits	**274.90**	247.72
Others:		
For Warranties	**259.56**	322.17
For Future Losses	**115.50**	—
For others	**242.22**	309.79
TOTAL	**1,035.76**	1,003.88

Provision for Warranties

As per the requirements of IND AS 37, the management has estimated future expenses with regard to warranty given by the Company on best judgment basis and provision thereof has been made in the accounts. The table below gives information about movement in warranty provisions.

(Rs. in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Opening Balance	**322.17**	297.08
Provided during the year	**134.79**	218.94
Utilized during the year	**(197.40)**	(193.85)
Closing Balance	**259.56**	322.17

Provision for Future Losses

As per the requirements of IND AS 37, the management has estimated future expenses with regard to onerous contracts where the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The table below gives information about movement in provision for future losses.

(Rs. in Lacs)

Particulars	**As at 31st March, 2019**	As at 31st March, 2018
Opening Balance	—	—
Provided during the year	115.50	—
Adjusted during the year	—	—
Closing Balance	**115.50**	—

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
29. CURRENT TAX LIABILITIES (Net)		
Provision for Income Tax (net of advance tax)	**2,786.62**	2,142.54
TOTAL	**2,786.62**	2,142.54

(Rs. in Lacs)

	As at 31st March, 2019	As at 31st March, 2018
30. REVENUE FROM OPERATIONS		
Sale of products (including excise duty)*	**53,746.00**	55,869.31
Sale of services	**1,536.98**	2,613.74
Revenue from Construction Contracts (Refer Note 54)	**58,840.42**	25,440.78
Other Operating Revenues		
- Sale of scrap	**116.12**	67.90
- Export Incentives	**1,115.71**	206.05
- Others	**291.59**	520.67
TOTAL	**115,646.82**	84,718.45

* Sale of Products are stated net of discounts, trade incentives, sales tax, GST, etc.

Disaggregated revenue information

Timing of revenue recognition

Goods transferred at a point in time	**54,153.71**	56,457.88
Services transferred over time	**60,377.40**	28,054.52
Export Incentives recognized on accrual basis	**1,115.71**	206.05
	115,646.82	84,718.45

For revenue disaggregated based on geographical information, refer note 53

Performance Obligation

Sale of Products

The performance obligation is recognised at the point in time when control of the goods - pumps, pumping systems and spares is transferred to the customer and the payment is generally due within 30 to 90 days from such delivery.

Sale of Services

The performance obligation is satisfied over-time and payment is generally due upon completion of erectioning, commissioning and servicing services by the Company and its due acceptance by the customer.

Construction Contracts

The performance obligation is satisfied over-time and calculated based on percentage completion method when the outcome of the contract can be estimated reliably. Payment is generally based on financial milestones as per terms set out in the contract and its due acceptance by the customer.

Export Incentives

Export incentives such as duty drawback and MEIS are accounted on recognition of export sales.

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
31. OTHER INCOME		
Interest Income on (Gross)		
Loans and Deposits	**154.62**	151.33
Other non- operating income		
Gain on Foreign Exchange fluctuation (net)	**150.83**	852.65
Profit on sale of Property, Plant & Equipment (net)	**29.54**	221.87
Rent Income	**27.56**	23.98
Provisions/unspent Liabilities no longer required written back	**5.32**	35.13
Claims received	**1,397.02**	—
Miscellaneous Income	**299.79**	369.65
TOTAL	**2,064.68**	1,654.61

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
32. COST OF MATERIALS AND COMPONENTS CONSUMED		
Inventories at the beginning of the year	**6,466.03**	5,527.28
Add: Purchases *	**52,635.55**	38,729.72
	59,101.58	44,257.00
Less: Inventories at the end of the year	**(8,724.58)**	(6,466.03)
TOTAL	**50,377.00**	37,790.97

* Includes Job Work charges amounting to Rs. 777.42 lacs (31st March, 2018 : Rs. 712.70 lacs)

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
33 CHANGES IN INVENTORIES OF FINISHED GOODS & WORK-IN-PROGRESS		
A. Opening Stock :		
- Finished Goods	**8,545.04**	3,613.49
- Work-in-Progress	**4,231.77**	10,165.03
- Scrap	**31.11**	—
	12,807.92	13,778.52
B. Closing Stock :		
- Finished Goods	**4,168.64**	8,545.04
- Work in Progress	**6,635.61**	4,231.77
- Scrap	**21.12**	31.11
	10,825.38	12,807.92
(A-B)	**1,982.54**	970.60
Add: Foreign Currency Translation adjustment	**(352.23)**	1,148.69
	1,630.31	2,119.29

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
34 EMPLOYEE BENEFITS EXPENSES		
Salaries & Wages	**12,687.31**	13,533.15
Contribution to Provident and Other Funds	**2,692.36**	3,011.39
Gratuity Expense (Refer Note 40)	**397.85**	71.32
Staff Welfare Expenses	**313.88**	273.06
Exceptional Redundancy Expenses	**—**	767.26
TOTAL	**16,091.40**	17,656.18

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
35 FINANCE COSTS		
Interest Expenses	**757.55**	1,426.49
Other Finance Costs (Bank charges, etc.)	**554.84**	813.41
TOTAL	**1,312.39**	2,239.90

(Rs. in Lacs)

	Year ended 31st March, 2019	Year ended 31st March, 2018
36 DEPRECIAITION AND AMORTISATION EXPENSES		
Depreciation on Tangible Assets (Refer Note 3A)	**1,426.56**	1,265.28
Amortisation on Intangible Assets (Refer Note 3B)	**515.37**	948.59
TOTAL	**1,941.93**	2,213.87

NOTES TO THE CONSOLIDATED IND AS FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2019

(Rs. in Lacs)

37 OTHER EXPENSES

	Year ended 31st March, 2019	Year ended 31st March, 2018
Consumption of Stores and Spares	**716.51**	659.60
Subcontracting Expenses	**5,916.24**	2,196.31
Power and Fuel	**723.64**	1,138.17
Carraige Outward	**1,631.55**	434.22
Rent (Refer Note 52)	**1,713.77**	1,542.93
Rates and taxes	**887.46**	558.29
Insurance	**211.56**	262.83
Repair & maintenance to Plant and machinery	**544.08**	379.96
Repair & maintenance to Building	**301.67**	159.92
Repair & maintenance to Others	**172.49**	154.71
CSR Expenditure	**29.30**	15.47
Advertisement	**238.64**	231.06
Commission to other selling agents	**514.20**	312.45
Postage & Telephone	**358.59**	338.97
Travelling Expenses	**1,073.47**	1,611.79
Loss on sale of Property, Plant and Equipment	**25.65**	—
Professional & Consultancy Fees	**4,291.18**	3,158.41
Directors fees	**1.95**	2.30
Auditors' Remuneration		
- As auditor	**30.00**	25.00
- For Taxation matters	**—**	0.10
- For Other Services	**2.50**	1.20
- For Reimbursement of expenses	**—**	0.60
Commission to Directors	**4.00**	4.25
Bad debts written off (net)	**1,110.59**	999.55
Allowances for Doubtful Debts	**417.43**	101.41
Provision for Future Losses	**115.50**	—
Miscellaneous Expenses	**3,114.94**	2,934.36
TOTAL	**24,146.91**	17,223.86

38 Earnings Per Share (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computations:

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Profit attributable to equity holders of the parent (Rs. In lacs)	**12,569.93**	4,007.81
Face Value per share (Rs.)	**10.00**	10.00
Weighted average number of equity shares	**9,767,080**	9,767,080
Basic & Diluted Earnings per Share (Rs.)	**128.70**	41.03

39 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. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. 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.

Employee benefit plans

The cost of defined benefit gratuity plan and its present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, an employee benefit obligation is highly sensitive to changes in these assumptions particularly the discount rate and estimate of future salary increase. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of Government bonds.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases are based on expected future inflation rates. Further details about gratuity obligations are given in Note 40.

Warranty

Warranty costs are accrued at the time the products are sold. The Company estimates the provision for warranty based on past trend of actual sale of pumps. As at March 31, 2019, the estimated liability towards warranty amounted to approximately Rs. 259.56 lacs (March 31, 2018: Rs. 322.17 lacs)

The provision towards warranty is not discounted as the management, based on past trend, expects to use the provision within twelve months after the Balance Sheet date.

Estimation of expected useful lives and residual values of property, plant and equipment

Property, plant and equipment are depreciated at historical cost using straight-line method based on the estimated useful life, taken into account at residual value. The asset's residual value and useful life are based on the Company's best estimates and reviewed, and adjusted if required, at each Balance Sheet date.

Revenue from Construction Contracts

Contract Revenue is recognised under 'percentage of completion method'. When the outcome of a construction contract can be estimated reliably contract revenue and contract costs associated with the construction contracts are recognised as revenue and expenses respectively by reference to the stage of completion of the contract activity.

Individual project budgets are reviewed regularly with project leaders to ensure that cost estimates are based upon upto date and as accurate information as possible, and take into account any relevant historic performance experience. Furthermore, all completed projects are reviewed to ensure that all relevant costs have been recorded/accrued at the time of project completion in the relevant period and that no further costs will be incurred in addition to the above costs.

Contract variations are recognized as revenues to the extent that it is probable that they will result in revenue which can be reliably measured, which requires the exercise of judgment by management based on prior experience, application of contract terms and relationship with the contract owners. Claims are recorded as revenues when negotiations have reached to an advance stage such that it is probable, the customer will accept the claim and amount can be measured reliably, which requires the exercise of judgment by management based on prior experience.

For further details, Refer Note 54.

Provision for Expected Credit Losses

The Company measures Expected Credit Loss (ECL) for financial instruments based on historical trend, industry practices and the business environment in which the Company operates. For further details refer note 48.

40. a) Gratuity and other post-employment benefit plans

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of The payment of Gratuity Act, 1972. The scheme is funded with an insurance company in the form of qualifying insurance policy.

The following table summarises the components of net benefit expenses recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the Balance Sheet for the post retirement benefit plans.

Statement of Profit and Loss
Net employee benefit expense recognized in the employee cost

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Current service cost	**38.58**	36.06
Past service cost	**—**	12.55
Interest cost (net)	**26.69**	22.71
Expected return on plan assets	**—**	—
Total	**65.27**	71.32

Other comprehensive income (Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Expenses recognised in OCI		
Actuarial (gains) / losses		
- Arising from changes in experience	**6.57**	34.95
- Arising from changes in demographic assumptions	**—**	—
- Arising from changes in financial assumptions	**4.73**	(6.94)
Expected return on plan assets	**1.08**	8.62
Total	**12.38**	**36.63**

(Rs. in Lacs)

Balance sheet
Benefit asset/ liability

Particulars	As at 31st March, 2019	As at 31st March, 2018
1. Present value of Defined Benefit Obligation	**450.81**	429.52
2. Fair value of Plan assets	**65.31**	78.38
3. Net assets / (liability)	**(385.50)**	(351.14)

Changes in the present value of the Defined Benefit Obligation are as follows:

(Rs. in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Present value of Defined Benefit Obligation at the beginning of the year	**429.52**	413.45
Current service cost / Plan amendments	**38.58**	36.06
Interest cost	**33.48**	30.16
Past service cost	**—**	12.55
Benefits paid	**(62.07)**	(90.71)
Actuarial (gains) / losses	—	—
- Arising from changes in experience	**6.57**	34.95
- Arising from changes in demographic assumptions	**—**	—
- Arising from changes in financial assumptions	**4.73**	(6.94)
Total	**—**	—
Present value of Defined Benefit Obligation at the end of the year	**450.81**	429.52

Changes in Fair value of Plan Assets during the year

(Rs. in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Plan assets at the beginning of the year	**78.38**	101.43
Investment income	**6.78**	7.44
Expected return on Plan assets	**(1.08)**	(8.62)
Contribution by employer	**43.30**	68.84
Actual benefits paid	**(62.07)**	(90.71)
Actuarial gains / (losses)	**—**	—
Plan assets at the end of the year	**65.31**	78.38

Classification of current and non current gratuity provision is based on actuarial report.

The Company expects to contribute Rs 75 lacs to Gratuity Fund in the next year (31st March, 2019: Rs 43.30 lacs)

The major categories of plan assets as a percentage of the fair value of Total Plan assets

Particulars	As at 31st March, 2019	As at 31st March, 2018
Investment with insurer	100%	100%

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
1. Discount rate	**7.40%**	7.60%
2. Mortality rate	**100%**	100%
3. Attrition rate	**2.00%**	2.00%
4. Salary Increment	**5.00%**	5.00%

The estimates of future salary increases considered in actuarial valuation takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The Overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

Defined Contribution Plan

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Contribution to Provident/Pensions Funds	**147.37**	147.93
Contribution to Superannuation Fund	**53.69**	50.51

The basis of various assumptions used in actuarial valuation and their quantitative sensitivity analysis is as shown below :

(Rs. in Lacs)

Particulars	Year ended 31.03.2019		Year ended 31.03.2018	
Assumptions	Discount rate		Discount rate	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
(Decrease)/Increase in Gratuity Defined Benefit Obligation	(428.25)	476.35	(409.89)	453.34

Particulars	Year ended 31.03.2019		Year ended 31.03.2018	
Assumptions	Future salary increase		Future salary increase	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
(Decrease)/Increase in Gratuity Defined Benefit Obligation	476.67	(427.65)	453.60	(409.37)

b) The European Step-down Subsidiaries have employee defined benefit plans. The following table summarises the components of net benefit expenses recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the Balance Sheet for the post retirement benefit plans.

Statement of Profit and Loss

Net employee benefit expense recognized in the employee cost

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Current service cost	**323.38**	(9.58)
Past service cost	**—**	—
Interest cost (net)	**9.20**	9.58
Expected return on plan assets	**—**	—
Total	**332.58**	—

(Rs. in Lacs)

Other comprehensive income

Particulars	**Year ended 31st March, 2019**	Year ended 31st March, 2018
Expenses recognised in OCI		
Actuarial (gains) / losses		
– Arising from changes in experience	**(0.69)**	(1.89)
– Arising from changes in demographic assumptions	**—**	—
– Arising from changes in financial assumptions	**444.94**	(10.24)
Expected return on plan assets		
Total	**444.25**	(12.13)

Balance sheet
Benefit asset/ liability

(Rs. in Lacs)

Particulars	**Year ended 31st March, 2019**	Year ended 31st March, 2018
1. Present value of Defined Benefit Obligation	**5,069.87**	5,141.40
2. Fair value of Plan assets	**3,801.27**	4,134.22
3. Net assets / (liability)	**(1,268.60)**	(1,007.18)

(Rs. in Lacs)

Changes in the present value of the Defined Benefit Obligation are as follows:

Particulars	**Year ended 31st March, 2019**	Year ended 31st March, 2018
Present value of Defined Benefit Obligation at the beginning of the year	**5,141.40**	4,568.92
Current service cost/Plan amendments	**323.38**	(9.58)
Interest cost	**9.20**	9.58
Past service cost	—	—
Benefits paid	**(284.80)**	(292.88)
Actuarial (gains)/losses	**—**	—
– Arising from changes in experience	**(0.69)**	(1.89)
– Arising from changes in demographic assumptions	**—**	—
– Arising from changes in financial assumptions	**444.94**	(10.24)
– Exchange rate effect	**(563.55)**	877.50
– Total	**—**	—
Present value of Defined Benefit Obligation at the end of the year	**5,069.87**	5,141.40

Changes in Fair value of Plan Assets during the year

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Plan assets at the beginning of the year	**4,134.22**	3,826.14
Investment income	**27.44**	20.71
Expected return on Plan assets	**(14.57)**	49.85
Contribution by employer	**181.74**	206.24
Actual benefits paid	**(284.80)**	(292.88)
Actuarial gains / (losses)	**—**	—
Exchange rate effect	**(242.77)**	324.16
Plan assets at the end of the year	**3,801.27**	4,134.22

The major categories of plan assets as a percentage of the fair value of Total Plan assets

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Investment with insurer	100%	100%

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
1. Discount rate	0.75% - 1.20%	0.60% - 1.50%
2. Mortality rate	TH/TF00-02	TH/TF00-02
3. Salary Increment	1.50% - 2.25%	1.50% - 2.25%

The estimates of future salary increases considered in actuarial valuation takes account of inflation and real salary increase of 0.5%.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

The basis of various assumptions used in actuarial valuation and their quantitative sensitivity analysis is as shown below :

(Rs. in Lacs)

Particulars	**Year ended 31.03.2019**		Year ended 31.03.2018	
Assumptions	**Discount rate**		Discount rate	
Sensitivity level	0.25% increase	0.25% decrease	0.25% increase	0.25% decrease
(Decrease)/Increase in Defined Benefit Obligation	(169.28)	179.69	(195.97)	209.63

Particulars	**Year ended 31.03.2019**		Year ended 31.03.2018	
Assumptions	Future salary increase		Future salary increase	
Sensitivity level	0.50% increase	0.50%decrease	0.50% increase	0.50% decrease
(Decrease)/Increase in Defined Benefit Obligation	37.87	(36.09)	23.93	(23.65)

41. The Group has identified that its only reportable segment and Cash generating unit (CGU) is "Pump and pump accessories". Before the year end, the management has tested the carrying amount of goodwill for impairment. For goodwill amounting to Rs 1,372.93 lacs, as at 31st March, 2019, discounting factor of 8% has been considered to discount the projected cash flows. For the remaining goodwill amounting to Rs. 2,410.39 lacs pertaining to the subsidiary companies, the Group has used EBITDA multiple prevalent in the market as at 31st March, 2019 to compute the recoverable amount. The management has also performed sensitivity analysis around the base assumptions and have concluded that no reasonable changes in key assumptions would cause the recoverable amount of the CGU to be less than the carrying value.

42 Capital and other commitments

Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of Advances) Rs 543.33 lacs (31st March, 2018: Rs 514.35 lacs).

43 Contingent Liabilities

(Rs. in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Claims against the Company not acknowledged as debts	**20.90**	20.08
Contingent liabilities not provided for in the Financial Statements in respect of the following :		
- Income Tax matters under appeal	**64.52**	64.52
- Excise Duty & Service Tax matters under dispute *	**1,609.02**	1,024.63
- Collaterals given	**1,823.70**	1,883.27
- Bank Guarantee outstanding	**8,413.45**	8,771.61
Total	**11,931.60**	11,764.11

* The above amount excludes penalty and interest on the demand.

There are numerous interpretative issues relating to the Supreme Court (SC) judgement on PF dated 28th February, 2019. As a matter of caution, the Company has disclosed this fact under contingent liability. The Company will re-visit the said status, on receiving further clarity on this subject.

44 Research and Development Expenses

Research and Development Expenses relating to material consumption amounting to NIL (31st March, 2018: Rs 8.17 lacs), relating to other revenue nature aggregating to Rs. 139.11 lacs (31st March, 2018: Rs 110.83 lacs) have been charged to respective heads of accounts in the Statement of Profit and Loss, and relating to capital nature aggregating to Rs. 41.45 lacs (31st March, 2018: Rs 44.25 lacs) under different heads in Tangible and Intangible assets in the Balance Sheet.

45 Details of dues to Micro and Small Enterprises as defined under MSMED ACT, 2006

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Principal amount due	**574.03**	—
Interest due on above	**0.51**	—
Amount of interest paid in terms of Sec 16 of the Micro, Small and Medium Enterprise Development Act, 2006.	—	—
Amount of interest due and payable for the period of delay	—	—
Amount of interest accrued and remaining unpaid as at the year end	—	—
Amount of further interest remaining due and payable in the succeding year	—	—

46. Group Information

Name	Country of Incorporation and operation	% Equity Interest	
		As at 31st March, 2019	As at 31st March, 2018
SUBSIDIARIES			
Aturial International Pte Limited	Singapore	61.53%	61.53%
Mathers Foundry Limited	United Kingdom	61.53%	61.53%
Sterling Pumps Pty Limited	Australia	53.00%	53.00%
WPIL SA Holdings Pty Limited	South Africa	61.53%	61.53%
APE Pumps Pty Limited	South Africa	61.53%	61.53%
Mather & Platt (SA) Pty Limited	South Africa	61.53%	61.53%
PSV Zambia Limited	Zambia	61.53%	61.53%
Global Pump Services (FZE)	UAE	61.53%	61.53%
Gruppo Aturia S.p.A	Italy	61.53%	61.53%
Rutschi Fluid AG	Switzerland	61.53%	61.53%
Pompes Rutschi SAS	France	61.53%	61.53%
JOINT VENTURE			
WPIL (Thailand) Co. Limited	Thailand	30.15%	30.15%
ASSOCIATE			
Clyde Pumps India Private Limited	India	40.00%	40.00%
JOINTLY CONTROLLED OPERATIONS			
WPIL - SMS JV	India	100%	100%
LE - WPIL JV	India	25%	25%
IVRCL - Batpasco - WPIL MHI JV	India	25%	25%
WPIL - MHI JV	India	95%	—
RANJIT - WPIL JV	India	15%	—

Principal business activities of the Group comprise of engineering, manufacturing, installation and servicing of pumps of various sizes

47 Related Party Transactions :

Related Party disclosures as required under Ind AS 24 on "Related Party Disclosures" as certified by the management, are given below :

A. Relationship :

(i) Associate	– Clyde Pump India Private Limited (Clyde)	
(ii) Joint Venture	– WPIL (Thailand) Company Ltd. (WPIL-Thy.)	
(iii) Key Management Personnel and their relatives	– Mr. P. Agarwal	: Managing Director
	– Mr. V.N. Agarwal	: Non Executive Director, Father of Mr. P. Agarwal
	– Mrs. Ritu Agarwal	: Non Executive Director, Wife of Mr. P. Agarwal
	– Mr. K.K. Ganeriwala	: Executive Director
	– Mr. U Chakrabarty	: General Manager (Finance) and Company Secretary
	– Mr. Anjan Dasgupta	: Non Executive Independent Director
	– Mr. S.N. Roy	: Non Executive Independent Director
	– Mr. U.K. Mukhopadhyay	: Non Executive Independent Director (Till June 19, 2018)
	– Mr. Rakesh Amol	: Non Executive Independent Director (Appointed w.e.f. 25 March, 2019)
	– Mr. Marino Pugliese	: Director of Gruppo Aturia S.p.A
	– Mr. Peter Robinson	: Executive Director of APE Pumps Pty Limited
	– Mr. Anton R. Merry	: Wholetime Director of Sterling Pumps Pty Ltd
	– Ms. Tay Lai Peng	: Wholetime Director of Aturia International Pte. Ltd.
	– Mr. R.Z. Mapetla	: Non Executive Director of APE Pumps Pty Limited & Mather & Platt (SA) Pty Limited
(vi) Enterprise over which KMP/ shareholders/ relatives have significant influence	– Bengal Steel Industries Limited **(Bengal Steel)**	
	– Hindusthan Udyog Limited **(HUL)**	
	– Macneill Electricals Limited **(MEL)**	
	– Neptune Exports Limited **(Neptune)**	
	– Orient International Ltd. **(Orient)**	
	– Tea Time Ltd. **(Tea Time)**	
	– Asutosh Enterprises Limited **(Asutosh)**	
	– V.N. Enterprises Limited **(V.N. Ent.)**	
	– CDR Contracts Pty Limited **(CDR)**	

NOTES TO THE CONSOLIDATED IND AS FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2019 *(contd.)*

B Details of transactions between the Company and related parties for the year end are given below: (Rs. in Lacs)

	Associate	Joint Venture	Enterprise over which KMP/shareholders/relatives have significant influence									KMP
	Clyde	WPIL-Thy	Bengal	HUL	Orient	MEL	Asutosh	V.N. Ent.	Neptune	Tea Time	CDR	
Sale of Products and Services	- (77.87)	523.58 (1,259.65)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Interest Income	- (-)	- (-)	- (-)	- (-)	- (-)	56.71 (60.00)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Rent Income	27.56 (23.76)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Service Charges received	61.37 (54.11)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Purchase of Goods	- (12.00)	- (-)	- (-)	606.90 (1,595.22)	- (-)	3,912.39 (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Electricity Charges Paid	- (-)	- (-)	- (-)	- (-)	- (-)	- (7.14)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Rent Paid	- (-)	- (-)	- (-)	210.00 (159.00)	- (-)	37.62 (38.29)	- (-)	- (-)	56.19 (56.19)	- (-)	- (-)	- (-)
Service Charges payment	- (-)	0.79 (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Amenities Paid	- (-)	- (-)	- (-)	1.90 (-)	- (-)	- (-)	- (-)	- (-)	7.50 (3.99)	- (-)	- (-)	- (-)
Dividend Paid	- (-)	- (-)	- (-)	154.47 (77.23)	- (-)	- (-)	76.27 (38.13)	19.26 (9.63)	- (-)	- (-)	- (-)	7.86 (3.93)
Purchase of Fixed Assets	- (-)	- (-)	- (-)	7.46 (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Capital Advance paid	- (-)	- (-)	- (-)	1,350.00 (2,850.00)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Salaries expense, bonus and leave payments	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	1,498.26 (1,399.36)	- (-)
Loans refunded	- (-)	- (-)	- (-)	- (-)	- (-)	600.00 (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
Loans taken	- (-)	- (-)	- (200.00)	- (-)	- (200.00)	- (-)	- (-)	- (-)	- (-)	- (55.00)	- (-)	- (-)
Loans repaid	- (-)	- (-)	- (200.00)	- (-)	- (200.00)	- (-)	- (-)	- (-)	- (-)	- (55.00)	- (-)	- (-)

NOTES TO THE CONSOLIDATED IND AS FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2019 *(contd.)*

C. Details of outstanding balances between the Group and related parties as at year end are given below: (Rs. in Lacs)

	Associate	Joint Venture	Enterprise over which KMP/ shareholders/ relatives have significant influence									KMP
	Clyde	WPIL-Thy	Bengal	HUL	Orient	MEL	Asutosh	V.N. Ent.	Neptune	Tea Time	CDR	
Trade Receivables												
As at March 31st, 2019	-	316.79	-	-	-	-	-	-	-	-	-	-
As at March 31st, 2018	(-)	(446.38)	(-)	(5.45)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Other Receivables												
As at March 31st, 2019	-	-	-	-	-	105.04	-	-	-	-	-	-
As at March 31st, 2018	(-)	(-)	(-)	(-)	(-)	(162.00)	(-)	(-)	(-)	(-)	(-)	(-)
Trade Payables												
As at March 31st, 2019	-	5.87	-	173.97	-	-	-	-	-	-	219.06	-
As at March 31st, 2018	(-)	(5.52)	(-)	(403.51)	(-)	(-)	(-)	(-)	(-)	(-)	(227.01)	(-)
Other Payables												
As at March 31st, 2019	-	-	-	0.18	-	-	-	-	-	-	-	-
As at March 31st, 2018	(-)	(-)	(-)	(-)	(-)	(2.70)	(-)	(-)	(-)	(-)	(-)	(-)
Investments												
As at March 31st, 2019	40.00	-	-	-	-	-	-	-	-	-	-	-
As at March 31st, 2018	(40.00)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Capital Advance												
As at March 31st, 2019	-	-	-	4,200.00	-	-	-	-	-	-	-	-
As at March 31st, 2018	(-)	(-)	(-)	(2,850.00)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Loan outstanding												
As at March 31st, 2019	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31st, 2018	(-)	(-)	(-)	(-)	(-)	(600.00)	(-)	(-)	(-)	(-)	(-)	(-)

(Rs. in Lacs)

D Remuneration to Key Management Personnel

Details of transactions and outstanding balances between the Company and related parties as at and for the year end are given below:

Particulars	As at 31st March, 2019	As at 31st March, 2018
(i) Executive Directors		
Short term employee benefits	**355.73**	280.33
Post-employment benefits (includes provision for leaves, gratuity and other post-retirement benefits)	**29.57**	8.20
Commission	**31.50**	31.50
Total	**416.80**	320.03
Amount owed	**31.50**	31.50
(i) Other Directors		
Sitting Fees and Commission	**18.17**	44.58
Sub Total	**18.17**	44.58
Amount owed	**4.00**	4.25
(iii) Company secretary		
Short term employee benefits	**17.54**	14.39
Total	**17.54**	14.39
Amount owed	**—**	—

48 Financial risk management objectives and policies

The Company's financial liabilities comprise loans and borrowings, trade and other payables etc. The main purpose of these financial liabilities is to finance the Company's operations. The Company's financial assets include trade and other receivables, cash and cash equivalents, that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company has a risk management policy, and its management is supported by a Risk management committee. The Risk management committee provides assurance to the Company's management that the Company's risk activities are governed by appropriate policies and procedures and that the financial risks are identified, measured and managed in accordance with Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below :

Market risks :

Market risk is the risk that the fair value of future cash flow of a future instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks, currency risk, interest rate risk and other price risk such as commodity price risk and equity price risk. Financial instrument affected by market risk include trade payables, trade receivables, borrowings etc.

Interest rate risk :

The Company's exposure to the risk of changes in market interest rates relate primarily to the Company's debt.

Interest rate sensitivity :

The following table demonstrates the sensitivity to a reasonable possible change in interest rates. With all other variables held constant, the Company's profit before tax is affected through the impact of floating rate as follows :

(Rs. in Lacs)

Particulars	**Increase/decrease in basis points**	**Effect on profit before tax+/-**
31st March, 2019	50 basis points	77.84
31st March, 2018	50 basis points	111.49

Foreign Currency Risk:

Foreign Currency Risk is the risk that the fair value or future cash flow of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of change in the foreign exchange is detailed below :

Particulars	**Currency**	**Increase/ decrease in basis points**	**Effect on profit before tax+/-**	
			Year ended 31st March, 2019	Year ended 31st March, 2018
Trade payables	USD	50 basis points	**(0.30)**	(0.10)
Trade payables	EURO	50 basis points	**—**	(0.12)
Trade payables	GBP	50 basis points	**(0.05)**	(0.05)
			(0.35)	(0.27)
Trade receivables	USD	50 basis points	**2.05**	2.48
Trade receivables	EURO	50 basis points	**—**	1.63
			2.05	4.11

Credit risk:

Credit risk is the risk that counterparty will not meet its obligation under a financial instrument or a customer contract leading to a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables).

Trade receivables :

Customers' credit risk is managed by the respective department subject to company's established policy, procedure and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits as defined by the Company. Outstanding customers' receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis. The calculation is based on historical data of credit losses.

The ageing analysis of receivables (gross of provisions) has been considered from the date the invoice falls due.

(Rs. in Lacs)

Trade receivables	Within credit period	0-181 days	Less than 1 year	More than 1 year	Total
As at 31st March, 2019					
Unsecured	23,350.35	7,846.08	1,992.93	2,520.20	35,709.55
Less- Allowance for Bad and Doubtful debtors					624.03
Total					**35,085.52**

Trade receivables	Within credit period	0-181 days	Less than 1 year	More than 1 year	Total
As at 31st March, 2018					
Unsecured	12,359.20	17,576.56	1,716.97	7,341.96	38,994.69
Less- Allowance for Bad and Doubtful debtors					208.04
Total					**38,786.65**

(Rs. in Lacs)

The movement of Trade Receivables and Expected Credit Loss are as follows:

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade Receivables (Gross)	**35,709.55**	38,994.69
Expected Credit Loss	**624.03**	208.04
Trade Receivables (Net)	**35,085.52**	38,786.65

Liquidity risk :

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligation or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are monitored by Company's senior management. Management monitors the Company's net liquidity position through rolling forecast on the basis of Company's expected cash flow.

The Company's objective is to maintain a balance between the continuity of funding and flexibility through the use of cash credit, bank loans amongst others.

Maturity profile of Financial Liabilities :

The table below provides details regarding remaining contractual maturities of financial liabilities at the reporting date based on contractual undisclosed payments :

(Rs. in Lacs)

Financial liabilities	0-1 year	More than 1 Year	Total
As at 31st March, 2019 :			
- Borrowings*	11,538.92	2,299.23	13,838.15
- Trade payables	21,572.35	—	21,572.35
- Other current financial liabilities	1,639.73	—	1,639.73
Total	**34,751.00**	**2,299.23**	**37,050.23**
As at 31st March 2018 :			
- Borrowings	15,002.16	2,334.56	17,336.72
- Trade payables	19,256.51	—	19,256.51
- Other current financial liabilities	1,698.19	—	1,698.19
Total	**35,956.86**	**2,334.56**	**38,291.42**

* Includes interest payable in future Rs. 39.41 lacs (31 March, 2018 = NIL)

49 Capital management

For the purpose of Company's capital management, capital includes issued equity capital and all other equity reserves attributable to equity holders. The primary objective of the company's capital management is to maximise the shareholder value and keep the debt equity ratio within acceptable range.

The company manages its capital structure and makes adjustment in the light of changes in economic conditions and the requirement of financial covenants. The Board of Directors seeks to maintain prudent balance between different components of the Company's capital. Net debt is defined as current and non-current borrowings (including current maturities of long term debts and interest accrued).

(Rs. in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net Debt (Rs. In lacs)	**13,817.45**	17,379.92
Total equity (Rs. In lacs)	**43,808.47**	29,716.92
Net debt Plus Total equity (Rs. In lacs)	**57,625.92**	47,096.84
Gearing ratio	**0.32**	0.58

50 Standard issued but not yet effective

The amendments to standards that are issued, but not yet effective, upto the date of issuance of the Group's consolidated financial statements are disclosed below. The Group intends to adopt these standards, if applicable, when they become effective.

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2018 has notified the following new amendments to Ind ASs which the Group has not applied as they are effective for annual periods beginning on or after April 1, 2019:

Ind AS 116 – Leases

Ind AS 116 Leases was notified on March 30, 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after April 1, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. Lessors will continue to classify all leases using the same classification principle as in Ind AS 17 and distinguish between two types of leases: operating and finance leases.

The Group intends to adopt this standard. Adoption of this standard is not likely to have a significant impact in these consolidated Ind AS Financial statements.

Appendix C to Ind AS 12 Uncertainity over Income Tax Treatment

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of Ind AS 12 and does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Interpretation specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately.
- The assumptions an entity makes about the examination of tax treatments by taxation authorities.
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates.
- How an entity considers changes in facts and circumstances.

An entity has to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty should be followed.

The interpretation is effective for annual reporting periods beginning on or after 1 April, 2019, but certain transition reliefs are available. The Group will apply the interpretation from its effective date.

These amendments are not likely to have a material impact on these consolidated Ind AS financial statements of the Group.

Amendments to Ind AS 109 – Prepayment Features with Negative Compensation

Under Ind AS 109, a debt instrument can be measured at amortised cost or at fair value through other comprehensive income, provided that the contractual cash flows are 'solely payments of principal and interest on the principal amount outstanding' (the SPPI criterion) and the instrument is held within the appropriate business model for that classification. The amendments to Ind AS 109 clarify that a financial asset passes the SPPI criterion regardless of the event or circumstance that causes the early termination of the contract and irrespective of which party pays or receives reasonable compensation for the early termination of the contract.

The amendments should be applied retrospectively and are effective for annual periods beginning on or after 1 April 2019. These amendments are not likely to have a material impact on these consolidated Ind AS financial statements of the Group.

Amendments to Ind AS 19 – Plan Amendment, Curtailment or Settlement

The amendments to Ind AS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments specify that when a plan amendment, curtailment or settlement occurs during the annual reporting period, an entity is required to:

— Determine current service cost for the remainder of the period after the plan amendment, curtailment or settlement, using the actuarial assumptions used to remeasure the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event.

— Determine net interest for the remainder of the period after the plan amendment, curtailment or settlement using: the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event; and the discount rate used to remeasure that net defined benefit liability (asset).

The amendments also clarify that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognised in profit or loss.

The amendments apply to plan amendments, curtailments, or settlements occurring on or after the beginning of the first annual reporting period that begins on or after 1 April, 2019. These amendments will apply only to any future plan amendments, curtailments, or settlements of the Group.

Annual Improvements to Ind AS (2018):

These improvements include:

Amendments to Ind AS 12 - Income Taxes

The amendments clarify that the income tax consequences of dividends are linked more directly to past transactions or events that generated distributable profits than to distributions to owners. Therefore, an entity recognises the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

An entity applies those amendments for annual reporting periods beginning on or after 1 April, 2019. Since the Group's current practice is in line with these amendments, the Group does not expect any effect on its consolidated Ind AS financial statements.

Amendments to Ind AS 23 - Borrowing costs

The amendments clarify that an entity treats as part of general borrowings any borrowing originally made to develop a qualifying asset when substantially all of the activities necessary to prepare that asset for its intended use or sale are complete.

An entity applies those amendments to borrowing costs incurred on or after the beginning of the annual reporting period in which the entity first applies those amendments. An entity applies those amendments for annual reporting periods beginning on or after 1 April, 2019. Since the Group's current practice is in line with these amendments, the Group does not expect any effect on its consolidated Ind AS financial statements.

51. Categorization of Financial Instruments:

The fair value of the finanicial assets (other than investments in Joint Venture and Associate) and liabilities approximates their carrying amounts as at the Balance Sheet date.

52 Leases

(Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Lease Rentals recognised during the year	**1,713.77**	1,542.93

The obligations on long-term, non-cancellable operating leases payable as per the rentals stated in the respective agreements are as follows:

- The operating lease arrangements are renewable on a periodic basis.
- The period of extension depends on mutual agreement.
- These lease agreements have price escalation clauses.

53. Disclosure as required by Ind AS 108, Operating Segments (Rs. in Lacs)

As the Company's business activity falls within a single operating segment, comprising of engineering, manufacturing, installation and servicing of pumps of various sizes, no separate segment information is disclosed.

Geographical Information

Particulars	As at 31st March, 2019	As at 31st March, 2018
Revenue from external customers		
- Within India	**34,860.23**	33,164.13
- Outside India	**80,786.59**	51,554.32
Total	**115,646.82**	84,718.45
Non current asset *		
- Within India	**9,235.69**	7,941.86
- Outside India	**14,418.28**	14,853.27
Total	**23,653.97**	22,795.13

* Represents amount excluding financial assets and tax assets

The revenue information is based on the location of the customers.

Revenue of Rs. 28,077.29 L acs (31 March, 2018 : NIL) are derived from one customer (31 March, 2018 : Nil), who contributed to more than 10% of the total revenue.

54. Disclosure in accordance with Indian Accounting Standatd - 115 (Rs. in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Contract Assets	6,717.02	5,860.72
Contract Liabilities	17,021.02	25,336.27

(i) Significant changes in contract assets and liabilities

Contract assets are initially recognized for revenue earned from designing, developing, manufacturing, erecting, commissioning ang servicing of pumps & pumping systems as receipt of consideration is conditional on successful completion of above milestones. Upon completion and acceptance by the Customer, the amounts recognized as contract assets are reclassified to trade receivables.

The increase in contract assets in FY 2018-19 is the result of the increase in ongoing supply, erection and commissioning services at the end of the year.

Contract liabilities include advances received/advanced billing majorly in connection with supply, erection and commissioning services of pumps & pumping systems. The outstanding balances of these accounts increased in FY 2018-19 by Rs. 6,182.21 lacs due to the increase in billing on acheivement of financial milestones for which certain activities are yet to be provided by the Company. There also has been a significant increase in the Comapny's customer base during the year.

(ii) Revenue recognized in relation to contract liabilities (Rs. in Lacs)

The following table shows the amount of revenue recognized in the current reporting period which relates to carried-forward contract liabilities:

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Amounts included in contract liabilities at the beginning of the year	**25,336.27**	5,942.18

(iii) Unsatisfied performance obligations (Rs. in Lacs)

The following table shows unsatisfied performance obligations resulting from construction contracts -

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Transaction price allocated to unsatisfied performance obligations		
- Within one year	**70,387.09**	61,187.03
- More than one year	**7,872.09**	46,420.31
	78,259.18	107,607.34

The Company expects that 90% of the transaction price allocated to unsatisfied performance obligations as at March 31, 2019 will be recognized within one year based on the tenure of the project and expected work completion stage. Balance portion is expected to be received after one year without any significant delay.

Other than construction contracts, all other contracts have original expected duration of one year or less. As permitted under Ind AS 115, transaction price allocated to these unsatisfied contracts has not neen disclosed.

55. These consolidated Ind AS financial statements include unaudited financial information in respect of certain subsidiaries, whose financial statements and other financial information reflect total assets of Rs. 3,325.42 lacs as at March 31, 2019, and total revenues of Rs. 2,256.75 lacs for the year ended on that date which have been approved by the Board of Directors of the respective companies. The consolidated Ind AS financial statements also include the Group's share of net gain of Rs. 76.15 lacs for the year ended March 31, 2019, in respect of an associate whose Ind AS financial statements and a joint venture whose financial statements and other financial information have not been audited and whose unaudited financial statements and other unaudited financial information have been approved by the Board of Directors of the respective companies.

56. Distribution of Dividend (Rs. in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Dividend on Equity Shares declared and paid:		
Final Dividend for the year ended 31st March, 2018: Rs. 4/- per share (31 March, 2017: Rs. 2/- per share)	**390.68**	195.34
Dividend Distribution Tax on Final Dividend	**80.30**	39.77
	470.98	235.11
Proposed Dividend on Equity Shares :		
Proposed Dividend for the year ended 31st March, 2019: Rs. 7.50 per share (31 March, 2018: Rs. 4/- per share)	**732.53**	390.68
Dividend Distribution Tax on Final Dividend	**150.57**	80.30
	883.10	470.98

57 Additional Information

As at and for the year ended 31st March, 2019

Name of the Entity	Net Assets i.e. Total Assets minusTotal Liabilities		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % of Consolidated Net Assets	Amount (in Rs. Lacs)	As a % of Consolidated Profit/(Loss)	Amount (in Rs. Lacs)	As a % of Consolidated Profit/(Loss)	Amount (in Rs.)	As a % of Consolidated Profit/(Loss)	Amount (in Rs. Lacs)
Parent								
WPIL Limited	90.17%	36,717.91	58.43%	7,344.31	1.13%	(8.05)	61.87%	7,336.25
Subsidiaries (Foreign)								
Aturia International Pte. Ltd.	-20.80%	(8,469.93)	23.05%	2,897.62	85.72%	(611.04)	19.28%	2,286.58
Mathers Foundry Limited	-8.93%	(3,637.73)	9.02%	1,133.29	-1.82%	12.99	9.67%	1,146.27
WPIL SA Holdings Pty Limited	9.49%	3,865.90	1.03%	129.02	53.91%	(384.32)	-2.15%	(255.31)
Gruppo Aturia S.p.A	32.48%	13,224.05	39.19%	4,926.64	27.29%	(194.57)	39.91%	4,732.07
Global Pump Services (FZE)	-0.29%	(118.48)	-0.12%	(15.67)	0.69%	(4.89)	-0.17%	(20.56)
Sterling Pumps Pty Limited	2.57%	1,048.17	-5.41%	(680.48)	0.74%	(5.25)	-5.78%	(685.73)
Associate (Indian)								
Clyde Pumps India Private Limited	2.64%	1,076.09	0.44%	55.22	0.00%	-	0.47%	55.22
Joint Venture (Foreign)								
WPIL (Thailand) Co. Limited	0.56%	226.01	0.17%	20.94	0.00%	-	0.18%	20.94
Minority Interest	-7.59%	(3,089.12)	-25.16%	(3,162.59)	-64.13%	457.12	-22.82%	(2,705.46)
Other Adjustments	-0.30%	(123.53)	-0.62%	(78.37)	-3.53%	25.16	-0.45%	(53.21)
TOTAL	100.00%	40,719.35	100.00%	12,569.93	100.00%	(712.86)	100.00%	11,857.06

As at and for the year ended 31st March, 2018

Name of the Entity	Net Assets i.e. Total Assets minusTotal Liabilities		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % of Consolidated Net Assets	Amount (in Rs. Lacs)	As a % of Consolidated Profit/(Loss)	Amount (in Rs. Lacs)	As a % of Consolidated Profit/(Loss)	Amount (in Rs.)	As a % of Consolidated Profit/(Loss)	Amount (in Rs. Lacs)
Parent								
WPIL Limited	101.77%	29,852.65	118.66%	4,755.65	8.04%	(23.96)	127.54%	4,731.69
Subsidiaries (Foreign)								
Aturia International Pte. Ltd.	-36.67%	(10,756.51)	-51.33%	(2,057.07)	14.56%	(43.37)	-56.62%	(2,100.44)
Mathers Foundry Limited	-16.31%	(4,784.00)	-60.96%	(2,443.29)	53.02%	(157.94)	-70.12%	(2,601.24)
WPIL SA Holdings Pty Limited	14.05%	4,121.21	12.02%	481.72	-104.61%	311.62	21.38%	793.34
Gruppo Aturia S.p.A	28.95%	8,491.98	70.11%	2,809.81	108.96%	(324.57)	66.99%	2,485.24
Global Pump Services (FZE)	-0.33%	(97.92)	-0.75%	(30.11)	-0.15%	0.45	-0.80%	(29.66)
Sterling Pumps Pty Limited	5.91%	1,733.90	1.88%	75.20	-5.36%	15.97	2.46%	91.17
Associate (Indian)								
Clyde Pumps India Private Limited	3.48%	1,020.87	-0.69%	(27.82)	0.00%	-	-0.75%	(27.82)
Joint Venture (Foreign)								
WPIL (Thailand) Co. Limited	0.70%	205.07	0.06%	2.46	0.00%	-	0.07%	2.46
Minority Interest	-1.31%	(383.65)	11.01%	441.27	-25.09%	74.75	13.91%	516.02
Other Adjustments	-0.24%	(70.32)	0.00%	(0.01)	50.63%	(150.82)	-4.07%	(150.83)
TOTAL	100.00%	29,333.27	100.00%	4,007.81	100.00%	(297.88)	100.00%	3,709.93

58. The Board of Directors of the Parent Company at its meeting held on July 14, 2017 have approved a proposal for acquisition of an Alloy and Stainless Steel Castings Foundry unit in Nagpur from Hindusthan Udyog Limited (HUL) as slump sale on a going concern basis. The Company has paid advance of Rs. 4,200 lacs to HUL for the transaction. Pending necessary approvals and formalities for the acquisition, no adjustment has been made in the financials.

As per our Report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. - 301003E / E300005

per Sanjay Kumar Agarwal
Partner
Membership No. - 060352

Place : Kolkata,
Date : May 23, 2019

For and on behalf of Board of Directors

P. AGARWAL
Managing Director
DIN 00249468

K. K. GANERIWALA
Executive Director
DIN 00408722

U. CHAKRAVARTY
General Manager (Finance) & Company Secretary
(FCS F 5127)

NOTES TO THE CONSOLIDATED IND AS FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2019 *(contd.)*

Form AOC - 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of the Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsdiaries/joint ventures

(Amount in Rs. Lacs)

Part "A" : Subsidiaries

Sl. No.	Name of the Subsidiary	Date of acquisition	Reporting period for Subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant financial year in case of foreign subsidiaries	Share Capital	Reserves & Surplus	Total assets	Total Liabilities	Investments (excluding Investments made in Subsidiaries)	Total Income	Profit before Taxation	Provision for taxation	Profit after Taxation	% of Share-holding
1	Aturia International Pte. Ltd.	20.04.2011	NA	USD 1 = Rs 69.2813	6,398.39	(1,856.18)	21,680.88	21,680.88	39.88	8,933.46	3,071.33	173.71	2,897.62	61.53
2	Sterling Pumps Pty Limited	20.04.2011	NA	AUD 1 = Rs 49.1643	0.01	1,014.39	2,178.80	2,178.80	—	2,006.27	(653.79)	26.68	(680.48)	53.00
3	Mathers Foundry Limited	06.07.2011	NA	GBP 1 = Rs 90.3603	2,835.00	(4,741.04)	3,431.60	3,431.60	—	1,509.48	1,133.29	—	1,133.29	61.53
4	WPIL SA Holdings Pty Limited @	13.06.2012	NA	ZAR 1 = Rs. 4.7796	856.86	4,036.55	7,571.39	7,571.39	—	5,137.27	179.76	50.74	129.02	61.53
5	Global Pump Services (FZE)	30.12.2012	NA	AED 1 = Rs. 18.8649	24.47	(124.15)	124.59	124.59	—	(0.03)	(15.67)	—	(15.67)	61.53
6	Gruppo Aturia S.p.A #	29.05.2015	NA	Euro 1 = Rs. 77.7387	2,768.20	10,558.23	51,401.69	51,401.69	27.26	72,419.60	6,976.45	2,049.81	4,926.64	61.53

@ Including the Step down Subsidiaries in South Africa and Zambia

\# Including the Step down Subsidiaries in France and Switzerland

For and on behalf of Board of Directors

P. AGARWAL — Managing Director
DIN 00249468

K. K. GANERIWALA — Executive Director
DIN 00408722

Place : Kolkata
Date : May 23, 2019

NOTES TO THE CONSOLIDATED IND AS FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2019 *(contd.)*

Part "B" : Associate/Joint Venture

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate/Joint Venture

			Shares of Joint Ventures held by the Company at the year end							Profit/Loss for the year	
Sl. No.	Name of the Joint Venture	Date of association/ acquisition	Latest Audited Balance Sheet Date	Number	Amount of Investment in Joint Venture	Extent of Holding (%)	Description of how there is significant infuence	Reason why the Joint Venture is not consolidated	Net Woth attributable to shareholding as per latest audited Balance Sheet	Considered in Consolidation	Not Considered in Consolidation
1	Clyde Pumps India Private Limited	16.05.2008	31st March, 2018	4,00,000	40,00,000	40.00	Associate	NA	1,078.75	55.22	82.83
2	WPIL (Thailand) Co. Limited	21.04.2011	31st March, 2018	4,90,000	39,87,998	30.15	Joint Venture	NA	244.95	20.93	21.78

For and on behalf of Board of Directors

P. AGARWAL — Managing Director
DIN 00249468

K. K. GANERIWALA — Executive Director
DIN 00408722

Place : Kolkata
Date : May 23, 2019

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