



BOARD OF DIRECTORS

PAMELA ANNA MATHEW
Chairman & Managing Director

ANTONY ALEXANDER

R. RAVICHANDRAN

RAJESH NAMBIAR

K.V. SIVADAS

SUNELA SARAH MATHEW

T. THOMAS

venu NALLUR

STATUTORY AUDITORS:

VARMA & VARMA

LEGAL ADVISORS:

MENON & PAI

BANKERS:

BANK OF INDIA LTD.

IDBI BANK LTD.

AXIS BANK LTD.

REGISTERED OFFICE:

VYTTILA, P.B. No. 1952

KOCHI - 682 019, KERALA, INDIA

PH : (0484) 2301132, 2303709 FAX : (0484) 2302287, 2302211

CIN : U31200KL1968PLC002169

Email : cs@oenindia.com, Website: www.oenindia.com

FACTORIES:

ELECTROGIRI, MULANTHURUTHY

KOCHI, KERALA, PIN - 682 314

PLOT NO. B 16 & 17, CHAKAN INDUSTRIAL AREA,

PHASE II, MIDC, TALUK KHED,

PUNE, MAHARASHTRA, PIN - 410 501

GAT NO. 365/2, KHARABWADI, AMBETAN ROAD,

TALUK KHED, PUNE, MAHARASHTRA, PIN - 410 501

POONITHURA, KANNANKULANGARA

TRIPUNITHURA, KOCHI, KERALA, PIN - 682 301

PLOT NO. SDF 17, 1ST FLOOR, THRIKKAKKARA,

KAKKANAD, KOCHI, KERALA, PIN - 682 037

Social obligations of business

We believe that there are four primary social obligations of business namely:

1. Creation of wealth- in the form of goods and services required by the community, of good quality and at reasonable prices.
2. Creation of economic activity - provide employment to those who are equipped and need jobs, which results in creating economic activity in the community.
3. To pay dues - Payment of various taxes such as GST, Import Duty, personal and corporate Income Taxes, which will enable the Government to secure our borders and provide the infrastructure necessary for our well being.
4. To create surplus, to adequately reward the risk takers (investors) and to leave sufficient balance to ensure continued growth of the institution, to guarantee security to those who work in the institution and to create job opportunities for the growing population.

The under mentioned figures illustrate how we have fulfilled these:

	2019-20	2018-19
	(Rupees in Millions)	
1. Value Added	515.363	559.195
2. Total number of employees	427	433
3. Employee Benefits (Salaries, allowances etc.)	397.716	423.014
4. Goods and Services Tax (GST)	234.191	304.452
5. Import Duty	61.545	101.697
6. Corporate and Personal Income Tax	31.072	34.193
7. Retained Earnings	90.405	145.806

Performance at a glance

	2019-20	2018-19
	Rs.	Rs.
Gross Income	1368329647	1578560678
Net income before depreciation and taxation	210875827	224346110
Depreciation	70497203	66669284
Net sales	1214050212	1414063885
Net profit after depreciation	140378623	157676826
% of net profit after depreciation to net sales	11.56%	11.15%
Net profit After Tax	73040533	125581817
% of Net Profit to net sales	6.02%	8.88%
Net Income after tax per share	14.32	24.63
Net worth per share	296.72	286.01
Capital expenditure	92188885	120529035
Stock of materials, components, stores, spares etc. as at the close of the year	249750563	260294883
Debtors outstanding at the close of the year	274681582	279527182
Cost of materials / components consumed	581729384	715014919
Wages, Salaries and Benefits	397716395	423013612

Directors' Report to the Shareholders

The Board of Directors is pleased to present the 52nd Annual Report of the Company together with the Audited Statements of Accounts for the Financial Year ended 31st March, 2020.

Despite challenging conditions the Company was able to achieve a Sales Turnover of Rs.121.48 crores in 2019-20, which, though below the turnover of Rs.141.49 crores achieved in the previous year, should be considered satisfactory, taking into account the then prevailing adverse business environment that has continued to deteriorate.

The increases in costs of various inputs and volatile exchange rates continued unabated, reflecting global trends, apart from the internal increase in cost of manpower, most of which could not be transmitted through price increases to the end customers due to intense competition in the market.

Correspondingly, Profit Before Tax for the year fell by 10.97 percent to Rs.14.04 crores compared to Rs.15.77 crores of the previous year and Profit After Tax fell by 41.88 percent to Rs.7.30 crores from Rs.12.56 crores in the previous year.

The downtrend in the Automotive industry that began midway through 2018-19, persisted through the financial year 2019-20 and, in tandem with the decline in overall industrial activity throughout the period, affected our performance. Our wider product portfolio and multi-locational production capacity enabled us to out-perform the overall market, while falling short of achieving the planned growth.

Business Environment

The fall in revenue is the direct fall-out of the subdued economic activity in India through most of the financial year. The already adverse situation got compounded by the Covid-19 pandemic-induced countrywide lockdown imposed in March 2020, which brought all economic activity to almost a total halt. The resultant impact on the overall GDP growth for the year pushed it down to an eleven-year low of 4.2% in 2019-20, far below the Government's target of seven percent, on which all planning had been based.

This slowdown comes in the midst of a broader downward trend since 2016, driven by slumping investments and declining employment opportunities. The grim sentiment of the market is reflected in the sharp decrease in bank credit growth - a key indicator to gauge the undercurrents of a major economy - to 8.5 percent in January 2020, compared to 13.5 percent during the same month last year, implying that either industries are reluctant to apply for loans or the banks do not have sufficient trust in the ability of the borrowers to repay, apart from being wary of the excessive regulation by the Government. Analysts also ascribe the significant weakening of domestic demand in India to insufficient credit availability in the non-banking sector.

Unemployment figures towards the fag end of the financial year - even before the lockdown - had risen to an alarming level of 7.78 percent in February 2020, as per the data released by the Centre for Monitoring Indian Economy (CMIE). Decline in income due to loss of employment or rise in unemployment results in reduced consumption, creating a ripple effect on the overall health of the Indian economy.

With consumption remaining subdued, the economy continues its downward trend, amid enduring financial sector issues. The deceleration is more pronounced in the Manufacturing and Construction segments of the economy, whereas Government-related sub-sectors like Public Administration, Defence and other services did receive support through public spending.

Automotive Industry

Caught in the midst of India's challenging economy, the Automotive industry, the fourth-largest globally by volume and the key contributor to the Company's revenue, continues to struggle and is projected to decline by at least 24 percent this year as the pandemic spreads across the country, impacting production and the already subdued consumer demand, with sales of passenger and commercial vehicles dropping to levels not seen in over a decade. Increasingly stringent environmental and safety regulations, growing popularity of shared mobility solutions and lack of credit flow from banks and non-banking financial companies (NBFCs) have compounded the situation.

Vehicle manufacturers, who have been allowed to open, have to follow strict health, sanitization and safety protocols. It is likely that they will continue to function below par for some more time since labour is in short supply, with many employees having returned to their rural bases during the lockdown and unwilling to return to work, while hundreds of local and international suppliers have to gear up all over again and the supply chain and related logistics have to get back on stream, which is, indeed, seen happening in July, August and September, 2020, as demand keeps rising after the phased easing of the earlier stringent lockdown restrictions.

Significant demand recovery can be expected around the festive season in the last quarter of the calendar year. With growing consumer preference for cheaper personal transport in the face of the spreading epidemic, lower-budget cars and two-wheelers are likely to find greater acceptance, driven by first-time buyers, who were earlier dependent upon public transport. Again, motorcycles with their higher rural demand, is the first category to see any rebound, given the higher purchasing power in the agricultural sector as a result of the satisfactory monsoons and better yields.

Despite the current challenges, apart from the growing rural demand, we could hopefully expect quantum increments in demand in the coming years, resulting from the rapidly improving affluence of the young population and planned improvements in road infrastructure, given the relatively low vehicle penetration in India - 32 cars per 1,000 persons, compared to China's 188, Japan's 649 and USA's 838 vehicles per 1,000 persons. Available capacities in the Automotive manufacturing industry would, therefore need to be raised significantly as we progress to catch up with the more developed economies.

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The Current Scenario

Though India went through one of the strictest lockdowns in the world for more than two months from late March, 2020, to stem the spread of the Covid-19 pandemic, cases have continued to soar after the easing of restrictions in June, erasing prospects of any near-term economic recovery amidst massive job losses all over. We are seeing sporadic or fresh regional or localised lockdowns that could further delay economic recovery.

India's short and medium term growth prospects continue to remain grim though the pace of economic recovery has improved in Aug/Sept over the previous month.

The road ahead appears even more worrisome since the continued slump in manufacturing activities along with weaker domestic demand are coupled with the pandemic-induced supply chain breakdowns and disruptions that are wreaking havoc with global economic growth. Further deceleration of the Indian economy is unavoidable as the pandemic continues to surge. To compound the already weak market sentiments, the prevailing socio-political atmosphere is hardly conducive to attract fresh investments by the private sector.

Equally of concern are the data announced for the Index of Industrial Production (IIP) with the year-on-year fall of 34.7 percent in May, accelerating in the negative territory to 57.6 percent in April before recovering to negative 16.6 percent in June.

With India's economy slipping, expectations for future are tinged with worry. It has become a challenge to achieve growth or even sustain performance. These adverse trends could be regarded as opportunities to streamline business processes; consider the pressure to survive as an aid to become fit for growth especially when the business environment is changing fast while emphasising the need to enhance efficiency in operations given the current market demand. Whether the present buoyancy due to pent-up demand will be sustainable is the biggest concern. Indo-China tensions, the rising cases of Covid and the global market corrections have all hit sentiments.

Agriculture provides a silver lining with a growth of 3.4 percent that could sustain with what has, so far been a reasonably bountiful monsoon, which can significantly increase farm yields and, in turn, ease food inflation, while putting spending power into the hands of a vast population that depends on agriculture - and, as happened in the past, a good monsoon tends to revive the Indian economy.

Once recovery takes root and the peak of the pandemic passes there are possibilities of more fiscal stimulus being announced so that economic activities can resume and grow in a reasonable manner, creating a healthy rate of increase in employment and, in turn, greater consumption.

The Company's Plans

While our leadership position in the Indian market for Automotive and Non-Automotive Relays continues to be strong, our intention is to increase focus on Industrial Relays with a wider product portfolio. Our dominance in the Automotive segment will be enhanced with new products, product-enhancements, assemblies and electronic switching solutions as well as product-validations with new vehicle manufacturers, including specifically for hybrid and electric vehicles. The first phase of development of products meant for use in on-premises switching solutions for the Smart Grid has been successfully completed and we plan to offer a complete range of such products.

We have been able to establish an entry into the Defence segment and expect to widen our offering and increase our customer base within this industry with special purpose and customized solutions, all of which have promising potential for future growth. We are also drawing up plans and preparing the groundwork for entering into new business activities that will enable diversification, while still allowing us to utilize our core competencies.

What will stand us in good stead as we gain market presence are our core strengths and technical expertise gained over the years, our expansive portfolio of relevant products and new products in various stages of gestation, improved product reliability and durability, speed of response to market demands, competitive pricing and quality of customer service. We back-up all this with multi-locational production capacities and improved logistics to further strengthen our presence, which implies that it would be at our MIDC plant in Pune where we would be setting up additional production lines and gearing up manufacturing activities to cater to the inevitable increase in customer demand. As a result of such planning, already around 35 percent of our revenue is generated from locations outside Electrogiri.

To sustain and grow we will continue to invest in improving operational efficiency by optimizing utilization of existing assets and leveraging our resources, while streamlining Sourcing, Value Engineering, Supply Chain Management and introducing Lean Manufacturing practices to control costs. Optimization of production capacity and / or achievement of higher levels of consistency in quality and reliability to match customer expectations will call for rapid implementation of automation and investment in state-of-the-art equipment at all locations.

While growth in the near-term remains challenging in the present depressing economic scenario, we remain optimistic about the future, given the potential of the purchasing power of the rapidly burgeoning middle-class and the low base-effect of the existing market.

We believe the 'Make in India' initiative of the Government with the ambitious target of increasing the contribution of manufacturing output from the current level of 16 percent of GDP to 25 percent of GDP by 2025, offers immense potential for the Indian industry, especially manufacturers like us. Again, as a sequel to the pandemic and the consequent loss of trust in China as well as that country's on-going trade war with the USA, we foresee increased business opportunities as global firms shift base from China to safer havens and India is considered as one such preferred base.

Economic activity, triggered by faster growth and greater investments, is the key to greater employment but, apart from that, social and political harmony are essential to create a positive sentiment of stability in the market. Only then can companies like ours consider committing fresh resources, anticipating future earnings.

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Financial Results

The Company's financial performance during the year 2019-2020 as compared to the previous year 2018-19 is summarized below:

(Rs.in Lakhs)

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Total Revenue	13683.30	15785.61
Total Expense	11574.54	13542.15
Gross Profit before Depreciation	2108.76	2243.46
Deduction therefrom:		
Depreciation	704.97	666.69
Provision for Tax:		
- Current Tax	221.00	265.00
- Deferred Tax	175.74	21.28
- Prior years	276.65	34.67
Profit / (Loss) after Tax	730.41	1255.82
Appropriations :		
Dividend	152.98	101.99
Tax on dividend	31.44	20.96
Transfer to General Reserve	600.00	1100.00
Profit brought forward from Previous Year	358.06	325.19
Balance Profit carried to Balance Sheet	304.05	358.06

Extracts of Annual Return: S.134(3)a

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is furnished in Annexure 1 and is attached to this Report.

Number of Board and Committee Meetings conducted during the financial year under review: S. 134(3) b

a. Board Meetings

The Company had four Board meetings, ie. on 07-04-2019, 06-07-2019, 29-10-2019 and 20-02-2020 during the financial year under review. Attendance details of Directors in the Board Meetings:

Name	DIN	Held during tenure	Attended
Pamela Anna Mathew	00742735	4	4
Antony Alexander	07488463	4	4
B. Jyothikumar	02403654	3	3
Venu Nallur	00004873	4	4
Sunela Sarah Mathew	01673840	4	2
Thomas Thomas	00743978	4	3
K V Sivadas	00306727	3	3
Rajesh Nambiar	01449425	2	2
R Ravichandran	00968758	1	1

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b. Audit Committee Meetings:

The Audit Committee met four times, ie. on 07-04-2019, 06-07-2019, 29-10-2019 and 20-02-2020. The attendance details of Members of Committee are as follows:

Name	DIN	Held during tenure	Attended
Venu Nallur	00004873	4	4
Pamela Anna Mathew	00742735	4	4
K V Sivadas	00306727	3	3

c. CSR Committee Meetings:

The CSR Committee met on 06-07-2019 during the financial year under review. The attendance details are as follows:

Name	DIN	Held during tenure	Attended
K V Sivadas	00306727	1	1
Pamela Anna Mathew	00742735	1	1
B. Jyothikumar	02403654	1	1

d. Nomination and Remuneration Committee Meeting:

A meeting of the Nomination and Remuneration Committee was held on 06-07-2019. The attendance details are as follows:

Name	DIN	Held during tenure	Attended
K V Sivadas	00306727	1	1
Venu Nallur	00004873	1	1
Sunela Sarah Mathew	01673840	1	0

Directors Responsibility Statement: S.134(3)c

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

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit and Loss of the Company for that period;
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The Directors had prepared the annual accounts on a 'going concern' basis; and
- The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Details in respect of fraud reported by Auditors under S.143(12) other than reported to Central Government: S.134(3)(ca)

Auditors have not reported any fraud u/s 143(12) of the Companies Act, 2013.

Declaration given by Independent Directors under sub-section (6) of Section 149: S.134(3)d

Mr. Venu Nallur was appointed as Independent Director on 30th June 2016 on the Board of the Company. On the death of Dr. D Babu Paul Mr. K V Sivadas and Mr.Rajesh Nambiar were appointed on the Board as Independent Directors on 6th July 2019.They have given their independent declarations under 149(6) and (7) of the Companies Act, 2013 and the rules made there under. In the opinion of the Board, the Independent Directors fulfill the conditions relating to their status as Independent Directors as specified in Section 149 of the Companies Act, 2013 and the rules made there under.

Policy on appointment and remuneration of Directors and Key Managerial Personnel (KMP) in case Company is having a Nomination and Remuneration Committee: S.134(3)e

Nomination and Remuneration Committee constituted on 30th June 2016 was reconstituted on 6th July 2019 replacing Dr. D Babu Paul with Mr. K V Sivadas. Presently the Committee consists of three Directors, with K V Sivadas as Chairman, Mr. Venu Nallur and Ms. Sunela Sarah Mathew as Members. The Committee recommends the appointment of Directors to the Board and Key Managerial Personnel. It shall identify and ascertain the integrity, qualification, expertise and experience of a person for appointment as Director or KMP and recommend his/her appointment, as per Company's Policy. The policy for appointment and remuneration is as follows:

i) Appointment of Managing Director/Whole-time Director:

The Company shall not appoint or continue the employment of any person as Managing / Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution. The Company shall appoint or re-appoint any person as its Managing Director or Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

ii) Appointment of Independent Director:

An Independent Director shall be a person duly qualified to be appointed as such as per the provisions of the Companies Act, 2013 and the applicable Rules thereunder and shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms up to maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of an Independent Director it should be ensured that number of Boards of companies on which such Independent Director has been appointed is restricted to the maximum permissible under Section 165 of the Companies Act, 2013.

The Committee shall carry out evaluation of performance of Directors and KMP yearly or at such intervals as may be considered necessary.

iii) Remuneration to Managing Director / Whole-time Directors:

The Remuneration, perquisites, etc. to be paid to Managing Director / Whole-time Director, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company. The Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

iv) Remuneration to Non-Executive / Independent Directors:

a) The Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Committee and approved by the Board of Directors.

b) All the remuneration of the Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling / limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Committee and approved by the Board of Directors or shareholders, as the case may be. An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

c) Non-Executive Directors are paid remuneration by way of sitting fees for attending meetings of the Board and its Committees, which are determined by the Board, based on applicable regulatory prescriptions. Non-Executive Directors are also reimbursed expenses incurred by them for attending meetings of the Board and its Committees at actuals.

Any remuneration paid to Non- Executive / Independent Directors for services rendered, which are professional in nature, shall not be considered as part of the remuneration for the purposes of clause (b) and (c) above if the following conditions are satisfied:

i) The Services are rendered by such Director in his capacity as the professional; and

ii) In the opinion of the Committee, the Director possesses the requisite qualification for the practice of that profession.

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v) Remuneration to KMP's:

The remuneration to KMP's shall consist of salary and perquisites in compliance with the provisions of the Companies Act, 2013 and as decided by the Board of Directors of the Company from time to time. The remuneration package may include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund and other statutory dues, if any, as decided from time to time.

Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the Auditors and the practicing Company Secretary in their reports: S.134(3)f

There were no qualifications, reservations or adverse remarks made by the Auditors in their report. The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

Particulars of loans, guarantees or investments made under section 186 of the Companies Act, 2013: S.134(3)g

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

Particulars of contracts or arrangements made with related parties: S.134(3)h

The Company has not entered into any Contract or Arrangement with related parties pursuant to Section 188 during the financial year under review except transactions with R Engineering, a partnership firm in which the Company is a partner.

State of Company's Affairs: S.134(3)i

Despite the downtrend in the Automotive industry and other challenging conditions, the Company was able to achieve a Sales Turnover of Rs.121.48 crores in 2019-20 as compared to Rs.141.49 crores in the previous year. Profit Before Tax for the year at Rs.14.04 crores fell by 10.97 percent from Rs.15.77 crores in the previous year. Correspondingly, Profit After Tax fell by 41.88 percent to Rs.7.30 crores as against Rs.12.56 crores in the previous year.

The fall in profit is largely due to the increase in cost of various inputs, volatile exchange rates, higher depreciation expenses as well as increase in cost of manpower. The nationwide lockdown imposed in March, 2020 due to Covid-19 pandemic has also adversely affected the revenue and operating profit of the company, as we lost crucial 8 days of work at the fag end of the accounting year. Intense competition in the market pre-empted possibilities of effectively transmitting the increases in cost of inputs to customers through pricing due to which margins continued to be under pressure. Relentless focus on cost reduction exercises and efficiency improvements have yielded desired results, with the Company's performance reflecting profitability despite severe cost pressures and other adverse market conditions. The Company will continue to invest in improving operational efficiency by optimizing utilization of existing assets and leveraging our resources, while streamlining Sourcing, Value Engineering, Supply Chain Management and introducing Lean Manufacturing practices to control costs. While growth in the near-term remains challenging in the present depressing economic scenario, we remain optimistic about the future, given our strong business fundamentals and the investment we have already made which will enable us to make rapid progress once the economic activity resume and grow at a faster pace after the present slowdown.

Transfer to Reserves: S.134(3)j

Out of the current year's Profit, an amount of Rs.6 Crores has been transferred to General Reserve Account. The total balance in Reserves and Surplus as on 31-03-2020 stood at Rs.146.21 crores.

Dividend: S.134(3)k

Your Directors were pleased to recommend a dividend of Rs.1.50 per share @15 percent of the face value of Rs.10/- per share, on the equity capital, for the Financial Year 2019-20. The amount was already transferred to your account as Interim Dividend. The total outflow on account of dividend, inclusive of Corporate Tax on dividend would be Rs.92.21 Lakhs.

During the year, unclaimed dividend Rs.2174/- pertaining to the year ended 31st March, 2012, was transferred to the Investor Education & Protection Fund after giving due notice to the concerned Members.

Material changes and commitments if any affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate and the date of the report: S.134(3)l

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

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo: S.134(3)m

The information pertaining to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo as required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in Annexure 2 and is attached to this report.

Development and implementation of Risk Management Policy: S.134(3)n

The development of a Risk Management Policy and its implementation is to enable the Company to proactively manage unforeseen changes and uncertainty in its business and its internal and external environment. The objective of this policy is to ensure adequate levels of stability for sustainable business growth and to pro-actively evaluate, report and resolve associated risks.

i) Adverse Economic & Business Environment:

Track actual and projected Industrial and market growth rates to enable dynamically scaling up or down of operations to match trends. Market conditions are continuously monitored and reviewed with rolling plans laid out for procurement, production and billing.

ii) Competition:

To sustain its leadership position the Company places due importance on not only retaining current business by offering the best in quality at competitive prices, backed by engineering support, but focusing on new product introduction and identification of new business to ensure growth.

iii) Market Volatility:

Relatively higher dependence on market segments that suffer volatility has to be balanced by developing greater presence in multiple segments, as well as planned diversification. We are enhancing share of relays in the Industrial segment and have started actively working on fresh business in the Power and Defence segments.

iv) Variations in Commodity Prices and Exchange Rates:

The Company faces unavoidable dependence on imported precious metals and on commodities like copper and its alloys, soft magnetic iron, silver alloys, etc., good proportions of which also results in exposure to the effects of exchange rate fluctuations.

We are working with suppliers to spread out supplies after booking the necessary quantities of the relevant materials at the best possible market prices to limit the effects of volatility to the extent possible.

v) Technology Changes:

The industry is dynamic and technology trends need to be constantly tracked and adopted. New product introduction to keep pace with market requirements is a focus area for Marketing and R&D and monitored closely by Management through regular reports and meetings.

vi) Environment Controls:

We ensure compliance to Pollution Control Board's requirements and conform to ISO 14001 for Environmental Management Systems.

The Board of Directors of the Company shall periodically review and evaluate the Risk Management Policy of the Company so that the Management has adequate levels of control over the risks through properly defined systems and processes.

This policy shall be reviewed every year to ensure it meets the requirements and needs of the Company.

Details of Policy Developed and Implemented by the Company on its Corporate Social Responsibility Initiatives: S.134(3)o

Your Company has formulated a well-structured CSR Policy aimed at providing more focus and direction to the various CSR activities being undertaken by the Company, including through the charitable trust, K.A. Mathew Foundation. The projects undertaken by the Company are in the areas of a) Restoration and beautification of city, town, village, etc., b) Eradicating hunger, poverty and malnutrition, c) Scholarship/Promotion for education, d) Health care, e) Public recreation, etc. These projects are in accordance with Schedule VII of the Companies Act, 2013. The Annual Report on Company's CSR activities is furnished as Annexure 3 attached to this report. The policy is available on the website of the Company.

Annual Evaluation: S.134(3)p - NOT APPLICABLE

Disclosure under other provisions of Companies Act, 2013

i) Section 43 read with Rule 4(4) of the Companies (Share Capital & Debentures) Rules, 2014

The Company has not issued any equity shares with differential voting rights, during the financial year under review.

ii) Section 54 read with Rule 8(13) of the Companies (Share Capital and Debentures) Rules, 2014

The Company has not issued any sweat equity shares during the financial year under review.

iii) Section 62(1) read with Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014

The Company has not issued any shares under ESOP scheme.

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iv) Disclosure u/s 177 of Companies Act 2013

In terms of Section 177 of the Act, the Company constituted an Audit Committee on 30th June 2016. At present the Committee comprises of Mr.Venu Nallur, Independent Director, as Chairman, and Ms. Pamela Anna Mathew, Chairman & Managing Director and Mr. K V Sivadas, Independent Director, as Members. Each Member of the Committee has got relevant experience in the field of Finance.

The Terms of reference of the Committee are as follows:

- (a) investigate any activity within its terms of reference;
- (b) seek any information that it requires from any employee of the Company;
- (c) all employees are directed to co-operate with any request made by the Committee;
- (d) obtain outside legal or independent professional advice, at the Company's expense, and secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

The duties of the Committee shall be:

Financial Review

- (a) to review, and challenge where necessary, the actions and judgment of Management, in relation to the Company's financial statements, operating and financial review, interim reports, preliminary announcements and related formal statements before submission to, and approval by, the Board, and before clearance by the Auditors. Particular attention should be paid to:
 - 1. critical accounting policies, practices and any changes in them;
 - 2. decisions requiring a significant element of judgment;
 - 3. the extent to which the financial statements are affected by any unusual transactions in the year and how they are disclosed;
 - 4. the clarity of disclosures;
 - 5. significant adjustments resulting from the audit;
 - 6. the going concern assumption; and
 - 7. compliance with accounting standards;
- (b) to consider other topics, as required by the Board from time to time.

Internal Audit

- (a) Review on a regular basis the adequacy of internal audit function, approval of the audit plan and its execution, reporting structure, budget, coverage and frequency of Internal Audit;
- (b) Review the appointment, removal, performance and other terms of the Internal Auditor;
- (c) Review the regular internal reports to Management prepared by the Internal Audit Department as well as Management's response thereto;
- (d) Review the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board. Discuss with Internal Auditors any significant findings and follow up thereon;
- (e) Review Internal Audit Reports relating to the internal control weaknesses;
- (f) Review with the Management, External and Internal Auditors, the scope of internal audit, adequacy of internal control systems and ensure adherence thereto and any other related issues;
- (g) Review Management letters / letters of internal control weaknesses issued by Statutory / Internal Auditors;
- (h) Review Management's report on internal control and External Auditor's attestation / observations on Management's assertion;
- (i) Evaluation of Internal Financial Controls.

External Audit

- (a) to oversee the company's relations with the External Auditor;
- (b) to consider, and make recommendations on the appointment, reappointment and removal of the External Auditor;
- (c) to approve the terms of engagement and the remuneration to be paid to the External Auditor in respect of audit services provided;
- (d) to assess the qualification, expertise and resources, effectiveness and independence of the External Auditors annually;
- (e) to discuss with the External Auditor, before the audit commences, the nature and scope of the audit;
- (f) to review with the External Auditor, the findings of its work, including, any major issues that arose during the course of the audit and have subsequently been resolved and those issues that have been left unresolved; key accounting and audit judgments; levels of errors identified during the audit, obtaining explanations from Management and, where necessary the External Auditors, as to why certain errors might remain unadjusted;
- (g) to review the audit representation letters before consideration by the Board, giving particular consideration to matters that relate to non-standard issues;
- (h) to assess, at the end of the audit cycle, the effectiveness of the audit process;
- (i) to review and monitor the content of the External Auditor's Management letter, in order to assess whether it is based on a good understanding of the Company's business and establish whether recommendations have been acted upon and, if not, the reasons why they have not been acted upon;
- (j) to develop and recommend to the Board the Company's policy in relation to the provision of non-audit services by the Auditor and ensure that the provision of such services does not impair the External Auditor's independence or objectivity.

Related party transactions

- (a) Review the statement of significant related party transactions, if any, submitted by the Management, including the 'significant' criteria/ thresholds decided by the Management.

Risk Management

- (a) Evaluate Risk Management System.
- (b) Discuss with the Management, the Company's policies with respect to risk assessment and risk management, including appropriate guidelines to govern the process, as well as the Company's major financial risk exposures, including policy for foreign exchange and derivative transactions and the steps Management has undertaken to control them.

Reporting

- (a) The Audit Committee will report and update the Board, periodically, on various matters that it has considered as well as on the independence of the Auditors;
- (b) The Annual Report of the Company shall disclose the composition of the Audit Committee, brief description of the scope of the Audit Committee Charter, names of Members, Chairperson, meetings and attendance;
- (c) The recommendations of the Audit Committee on any matter relating to financial management including the audit report, shall be binding on the Board. If the Board does not accept the recommendations of the Audit Committee, it shall record the reasons thereof and communicate such reasons to the shareholders;
- (d) Reporting regularly to the Board with respect to:
 - (1) The quality of the Company's financial statement;
 - (2) The Company's compliance with legal or regulatory requirements;
 - (3) The performance of the External Auditor as well as the Internal Audit Function; and
 - (4) The findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature.

The Committee met four times during the year under review. The attendance details are given elsewhere in this report. General Manager (Finance) was an invitee at the Committee Meetings. The Company Secretary acts as the Secretary to the Audit Committee.

v) **Details of the employee(s) of the Company as required pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

Not applicable since the Company is not listed.

O/E/N India Limited

vi) Disclosure in respect of voting rights not exercised directly by the employees in respect of shares to which the scheme relates:
NOT APPLICABLE

vii) Disclosure about receipt of any commission by MD/WTD from the company and also receiving commission/remuneration from its holding or subsidiary: - NOT APPLICABLE

viii) Corporate Governance Certificate (clause 49 of listing agreement)

The Company is not a listed Company. Hence Corporate Governance as stipulated in Clause 49 of the Listing agreement is not applicable.

Details to be given in accordance with rule 8 of the Companies (accounts) Rules, 2014

- a) Financial Performance- Rule 8(1):
Disclosed elsewhere in this report.
- b) Contracts or arrangements with related parties- Rule 8(2):
No transaction with related parties during the financial year under review.
- c) Conservation of energy, Technology absorption, Foreign exchange earnings and outgo- Rule 8(3):
FURNISHED AS ANNEXURE 2
- d) Annual evaluation Report made by the Board- Rule 8(4):
Not applicable

Disclosures under Rule 8(5) of Companies Act, 2013

(i) Financial summary

The Company's financial performance for the year under review along with previous year's figures is given hereunder:

Rupees in crores

Particulars	2019-2020	2018-2019
Turnover :		
Relays	112.056	126.015
Switches	2.418	4.991
Actuator	0.049	-
Others	0.225	0.241
Exports :		
Relays	6.328	9.931
Switches	0.329	0.228
Profit before Depreciation & Tax	21.088	22.435
Less: Depreciation	7.050	6.667
Profit before Taxation	14.038	15.768
Less: Provision for Taxation	6.734	3.210
Net Profit after Tax	7.304	12.558
Dividend (including Interim if any and final)	1.844	1.229
Net Profit after dividend and Tax	5.460	11.329
Amount transferred to General Reserve	6.000	11.000
Earning per share (Basic & Diluted)	14.324	24.630

O/E/N India Limited

Financial position:		
Current Assets	67.133	67.175
Current Liabilities	28.896	27.072
Net Current Assets	38.237	40.103
Fixed Assets	73.321	72.221
Investments	47.821	42.511
Long term loans & Advances	1.638	2.292
Other Non-current Assets	2.470	1.857
Net Tangible Assets	163.487	158.984
<i>Less:</i> Long term borrowings & provisions	6.750	9.465
Deferred Tax Liability	5.432	3.674
Shareholders' Funds:		
Equity	5.099	5.099
Reserves & Surplus	146.206	140.746

(ii) **Change in the nature of Business if any:** Nil

(iii) **Directors**

- Ms. Sunela Sarah Mathew, who retires at this Annual General Meeting, and being eligible, offers herself for re-election.
- Mr. K V Sivadas and Mr. Rajesh Nambiar were appointed as Independent Directors on the Board on 6th July 2019.
- Mr. R Ravichandran was appointed as Nominee director by KSIDC in place of Mr. B Jyothikumar.

(iv) **The Company has no subsidiaries / joint ventures / associates other than the investment made in the partnership firm M/s. R. Engineering**

(v) **Details of deposit etc:**

- Accepted during the year: Nil
- Remained unclaimed as at the end of the year: Nil
- Default in repayment of deposit or payment of interest (Number of cases and amount involved): Nil

(vi) **The details of deposits which are not in compliance with the requirements of Chapter V of the Act.** - Nil

(vii) **Significant orders by Regulators impacting the going concern status of the company etc.**

There is no order from any regulators / Govt. Agencies which impact the going concern status of the Company.

Adequacy of internal financial controls:

The Company has implemented SAP system, which integrates Accounting, Production, Procurement, Sales and other functions. This improves productivity, utilization of resources and brings transparency, accountability and efficiency across the entire organization. Apart from Statutory Audit, Internal Audit is carried out every quarter by an independent firm of Chartered Accountants and observations are reported to Management. All significant audit observations are discussed in Management Meetings and immediate steps taken to rectify discrepancies. The adequacy of Internal Control System is periodically reviewed at the Board level. Moreover internal financial controls are reviewed by an independent firm of Chartered Accountants and the observations made in their reports are discussed in the Board Meeting and corrective action taken.

Quality Initiatives:

The Company continues to be qualified to ISO 9001 for our Quality Management Systems and our Automotive Production Lines are further qualified to ISO/TS 16949.

Our Environmental Management Systems are covered by approval to ISO 14001 & our Occupational Health & Safety Management Systems are approved to OHSAS18001.

Minimizing or eliminating use of specified substances of concern has become a global issue and our company already complies with the relevant RoHS directives for products being exported. Other products will also be rapidly covered by RoHS in the near future.

To maintain our market leadership and to remain a global player it is imperative that we exceed expectations of the customer and the market. We continue to do this successfully.

O/E/N India Limited

Borrowings:

The term loan of Rs.15 crores availed from Kerala State Industrial Development Corporation (KSIDC) has been repaid to the extent of Rs.2.53 crores during the year. Balance outstanding in the above term loan account as on 31st March 2020 is Rs.7.87 crores.

Industrial Relations:

Industrial relations with employees at Electrogiri & CSEZ in Cochin and MIDC & Chakan in Pune remain reasonably cordial and peaceful. The Board records its appreciation for the commitment and co-operation extended by employees at all levels and looks forward to their total involvement. Employees continue to participate in the training and development programs initiated by Management for productivity and quality improvements.

Global Compact:

As has been reported earlier, the Company had signed up to promote the United Nations Global Compact, which lays down ten key principles to specifically address issues in the areas of human rights, labour standards, environment and corruption. The Company is committed to uphold and promulgate these ten principles of Global Compact. The underlying emphasis will be on

- a) Sensitizing Corporate Social Responsibility.
- b) Highlighting initiatives in business ethics, environmental policies, community development, etc.
- c) Aligning sustainability through development programmes.

Statutory Auditors:

M/s Varma & Varma, Chartered Accountants, were appointed as Statutory Auditors for a period of five years at the Annual General Meeting held on 27-09-2019.

Disclosure under the Sexual Harassment of Women at Workplace (Provision, Prohibition and Redressal) Act, 2013:

The Company has formulated an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Work place (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees of the Company a recovered under this policy.

No. of complaints received - Nil

No. of cases disposed off - Nil

Acknowledgements:

The Directors of the Company gratefully acknowledge the support extended by the principal bankers, Bank of India, IDBI Bank Ltd. and Axis Bank Ltd. We also acknowledge the continued patronage of our esteemed customers and loyalty of the large family of the Company's stockists, suppliers and shareholders. The Company's mission of enhancing customer satisfaction, while simultaneously increasing shareholder value, has made it possible to report satisfactory performance.

We record our appreciation to Kerala State Industrial Development Corporation Ltd. for their continuing support. We take this opportunity to thank all trade-related associations with which we have interacted. The dedication and preparedness of the Company's leadership and employees have remained at a high level, resulting in their being able to exploit opportunities meaningfully and respond smartly to the dynamic business scenario. We thank our employees for their sincere efforts, which helped the Company to achieve satisfactory results.

On behalf of the Board

Sd/-

(PAMELA ANNA MATHEW)
Chairman & Managing Director
DIN: 00742735

Sd/-

(VENU NALLUR)
Director
DIN: 00004873

22nd October 2020

**FORM NO.MGT-9
EXTRACT OF ANNUAL RETURN****As on the financial year ended on 31/03/2020**[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]**I. REGISTRATION AND OTHER DETAILS:**

CIN	U31200KL1968PLC002169
Registration Date	8-03-1968
Name of the Company	O/E/N India Ltd
Category/sub category	Indian non-governmental company limited with shares
Address of the Registered office	PB No.1952, Vytilla, Kochi - 682 019
Whether Company listed	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	NA

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 turn over of the company
1	Manufacture of relays and switches	2710	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

NOT APPLICABLE

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

i) Category-wise Share Holding

Category of Share holders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	-	2539496	2539496	49.80	2546786	-	2546786	49.94	0.14
b) Central Govt									
c) State Govts									
d) Bodies Corp.									
e) Banks / FI									
f) Any Other....									
Sub-total (A) (1):-	-	2539496	2539496	49.80	2546786	-	2546786	49.94	
(2) Foreign									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other....									
Sub Total (A) (2):-									
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	2539496	2539496	49.80	2546786	-	2546786	49.94	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Co.s									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others									
Sub Total (B)(1):-									
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	218	1279460	1279678	25.10	1284940	-	1284940	25.20	0.10
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	8764	470033	478797	9.39	71155	375675	446830	8.76	(0.63)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	69799	731490	801289	15.71	229453	591251	820704	16.10	0.39
c) Others									
Sub-total (B)(2):-	78781	2480983	2559764	50.20	1585548	966926	2552474	50.06	(0.14)
Total Public Shareholding (B)=(B)(1) + (B)(2)	78781	2480983	2559764	50.20	1585548	966926	2552474	50.06	
C. Shares held by Custodian for GDRs & ADRs									
Grand Total A+B+C	78781	5020479	5099260	100.00	4132334	966926	5099260	100.00	

O/E/N India Limited

(i) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	% change in shareholding during the year
1.	Pamela Anna Mathew	2539496	49.80	NIL	2546786	49.94	NIL	NIL
	Total	2539496	49.80	NIL	2546786	49.94	NIL	NIL

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	2539496	49.80		
2	At the end of the year	2546786	49.94	2546786	49.94

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year:				
	KSIDC	1274607	25.00	1274607	25.00
2	Ms. Annamma George & Mr. K.O. George	56414	1.11	56414	1.11
3	Mr. Zibi Jose P.P.	69799	1.36	69766	1.36
4	Ms. Suja George John	46972	0.92	46972	0.92
5	Ms. Alekutty George	38220	0.75	38220	0.75
6	Mr. Kodiat Jacob Cherian	37150	0.73	37150	0.73
7	Ms. Chinnamma Daniel	32502	0.64	32502	0.64
8	Mr. John Mathew	31849	0.62	31849	0.62
9	Ms. Susan Mary George	31242	0.61	31242	0.61
10	Ms. Mary Varghese	36888	0.72	36888	0.72
	Datewise Increase / Decrease in Shareholding: Mr. Zibi Jose P.P. Purchase on 31-12-2019	33			
	At the end of the year	69766			

O/E/N India Limited

(iv) Shareholding of Directors and Key Managerial Personnel:

No.	Name of Director / KMP	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Pamela Anna Mathew	2539496	49.80	2539496	49.80
	Purchase:				
	on 24-01-2020	2790			
	on 17-01-2020	4500			
	At the end of the year	2546786	49.94	2546786	49.94
2	Sunela Sarah Mathew	100935	1.98	100935	1.98
	Datewise increase or decrease in shareholding	No change			
	At the end of the year	100935	1.98	100935	1.98
3	T Thomas	300	0.01	300	0.01
	Datewise increase or decrease in shareholding	No change			
	At the end of the year	300	0.01	300	0.01
4	Antony Alexander	9216	0.18	9216	0.18
	Datewise increase or decrease in shareholding	No change			
	At the end of the year	9216	0.18	9216	0.18

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	103993962	NIL	NIL	103993962
i) Principal Amount	103993962	NIL	NIL	103993962
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	103993962	NIL	NIL	103993962
Change in Indebtedness during the financial year				
- Addition	NIL	NIL	NIL	NIL
- Reduction	25298470	NIL	NIL	25298470
Net Change	25298470	NIL	NIL	25298470
Indebtedness at the end of the financial year				
i) Principal Amount	78695492	NIL	NIL	78695492
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	78695492	NIL	NIL	78695492

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Pamela Anna Mathew (Managing Director)	Antony Alexander (Whole time Director)	Total Amount
1.	Gross salary			
	(a) Salary as per provisions u/s 17(1) of the Income-tax Act, 1961	3711290	2160000	5871290
	(b) Value of perquisites u/s17(2) of the Income-tax Act, 1961	606080	-	606080
	(c) Profits in lieu of salary u/s17(3) of the Income- tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit	2017731	633510	2651241
5.	Others			
	Total (A)	6335101	2793510	9128611
	Ceiling as per the Act	6335101	2793510	9128611

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
1.	Independent Directors		
	- Fee for attending Board/Committee meetings	K V Sivadas Venu Nallur Rajesh Nambiar	110000 120000 40000
	- Commission	NIL	NIL
	- Others	NIL	NIL
	Total (1)		270000
2.	Other Non-Executive Directors		
	- Fee for attending Board/Committee meetings	Sunela Sarah Mathew B. Jyothikumar / R. Ravichandran (KSIDC)	50000 85000
	- Commission	NIL	NIL
	- Others	NIL	NIL
	Total (2)		135000
	Total (B)=(1+2)		405000
	Total Managerial Remuneration (A+B)		9474911
	Overall Ceiling as per the Act		9474911

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD - Not Applicable**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:-**

Type	Section of Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority	Appeals if any
A. COMPANY					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
B. DIRECTORS					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				

On behalf of the Board

Sd/-

(PAMELA ANNA MATHEW)
Chairman & Managing Director
DIN: 00742735

Sd/-

(VENU NALLUR)
Director
DIN: 00004873

22nd October 2020

STATEMENT CONTAINING PARTICULARS PURSUANT TO RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT**A. Conservation of Energy:**

- (i) The steps taken that have impact on conservation of energy;

The Company has constantly been emphasizing on optimization of energy consumption in every possible area in its units. Various avenues are being explored at periodic intervals and, after careful analysis and planning, measures are initiated to minimize the consumption of energy by optimum utilization of energy consuming equipment. Energy consumed by equipment and manufacturing processes are directly linked to production levels. The two main areas of energy consumption where control is possible are air-conditioning and lighting.

Electricity is one of the major inputs in the manufacturing process for maintaining the required ambient at 22+2°C and hence conservation of electrical energy is always given utmost importance. The following steps were taken for the conservation of energy:

- a) The Dedicated Underground cabling from Sub-station, Kandanad, commissioned during July 2018 gives significant reduction of power interruptions and associated losses (power availability is increased to more than 90 percent from less than 50 percent earlier), and thereby, diesel consumption for generators is reduced to bare minimum besides its maintenance and spare part cost.
- b) The Power Factor is maintained continuously between 0.98 and 0.99 at the Electrogiri plant by utilizing a Capacitor Bank and securing an average monthly incentive of Rs.32,000/- in the electricity bills. The same control and monitoring is exercised in Pump house as well as the plants at Special Economic Zone and Pune thereby, the Company is able to save on the cost of electricity consumed;
- c) The activity of changing over to LED lights from Old fluorescent tube lights has completed for more than 85% of the factory building / premises. Installation of LED tubes supported by an extended stand from the working table itself also initiated to reduce the no. of tubes used considerably, besides increasing the lumens available at work spots.
- d) The New plant commissioned in November 2018 in the 3rd floor of multistoried building has LED lights, Section-wise control with exclusive MCBs, underdeck insulation, Sun Control film for windows and Double Window to increase effectiveness of Air-conditioning, besides reduction in dust particles. Also provided Variable Frequency Drive (VFD) for enhancing conservation of power for Air Conditioning. This is in addition to VFDs fixed at five other locations, like first floor of the office, R&D, Switch Assembly Line, General Services and Quality Assurance Departments in the previous years; The 3rd floor plant is bench marked for the future modernization of existing plant facilities in ground floor.
- e) Solar water heaters have been installed both at Canteen (1000 Ltrs.) and Plating Area (2000 Ltrs.)
- f) Old Split Air Conditioners have been replaced with Inverter type ACs; This is a continuing activity until we replace all old ACs.
- g) The increased capacity of Rain Water Harvesting facility (Increased from 2 Lakhs Ltrs. to 26.7 Lakhs Ltrs.) gives saving in power consumption apart from conservation of water, during rainy seasons due to the non-usage of high capacity water Pump used for pumping water from Wells.
- h) The Bio-Gas Plant commissioned in 2019, is giving fuel from the food waste, which gives considerable reduction in cooking gas we consume.

The following future projects are planned for conservation of energy:

- 1) Solar Power Plants of 100 KW capacity to be setup
- 2) Steam-Cooking Plant for the Canteen;
- 3) Solar Street-lights.

As a result of the continuous efforts, like those mentioned above and monitoring and controlling the section-wise monthly consumption, the electricity charges have been contained in spite of the increase in the manufacturing activities and increase in tariff by KSEB.

By changing over to the modern Chiller-type A/C plants the consumption of non-eco-friendly refrigerant, used for topping up to compensate for leakage, is completely eliminated.

Installation of RO Plant, enabling reuse of a portion of the treated plating effluent, reduces energy consumption and helps in preserving water, one of the precious natural resources.

- (ii) The steps taken by the company for utilizing alternate sources of energy;

The company has installed a 11 KW solar plant, obtaining 50 units of electricity per day. Additional installation of a 100 KW solar plant is planned this year for increased utilization of renewable energy.

- (iii) Capital investment on energy conservation equipment: Rs.8,69,136/-

B. Technology Absorption

i) Efforts made towards technology absorption, adaptation and innovation in brief:

The focus on technology absorption, adaptation and innovation include efforts made in new process development; alternate sourcing of imported parts and materials; application of Value Engineering techniques; measures aimed at improving productivity and material utilization through optimised tool design and development of moulds having more cavities; selection of better and more contemporary machinery; improved processes, including process automation and multiple process automation. Lean Manufacturing concepts are being introduced. First steps to deploy Six Sigma methodology have also been adopted.

ii) Benefits derived as a result of the above efforts include product improvement, cost reduction, product development and import substitution.

Benefits in different areas are:

a) *Product improvement:*

Increased Customer Satisfaction by ensuring enhanced product reliability; improved performance and capabilities; quality enhancement; superior processes for production; higher rating in quality; etc.

b) *Cost reduction:*

Achieved through alternate sourcing; change in material selection; re-design of parts as a part of Value Engineering; introduction of higher cavity moulds and tools; optimizing strip layout; introduction of process automation; simple and lean methods of production; lower inventory levels; etc.

c) *Product development:*

New and contemporary products to enhance product range; better mix of specifications; custom-engineered products; design for automation and improved manufacturing; value-added products; etc.

d) *Import substitution:*

Introduction of new products in the market result in foreign exchange savings for the country; in-house development of contemporary technologies result in avoiding payment in foreign exchange for imported technologies; customers benefit by better logistics and shorter lead-times when imports are avoided; lower inventory carrying levels; fulfillment of 'Make in India' objectives; etc.

iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

a) The details of technology imported: Nil

b) The year of import; Nil

c) Whether the technology has been fully absorbed; Not Applicable

d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

iv) Research and Development (R&D)

The expenditure incurred on Research and Development:

	Rs.
a) Capital Equipment	75,62,724
b) Revenue Expenditure	2,70,31,242
Total	<u>3,45,93,966</u>

c) Sales of pilot products from R&D during the year 2019-20: Rs.7.17 lakhs

d) Revenue during the year from sale of products developed by R&D during past three years: Rs. 661.25 lakhs

e) Total R&D expenditure as a percentage of total Turnover: 2.85%

C. Foreign Exchange Earnings and outgo:

Particulars with regard to Foreign Exchange earnings and outgo are detailed in the Accounts and hence not separately dealt with.

On behalf of the Board

Sd/-

(PAMELA ANNA MATHEW)
Chairman & Managing Director
DIN: 00742735

Sd/-

(VENU NALLUR)
Director
DIN: 00004873

22nd October 2020

Corporate Social Responsibility (CSR)

[Pursuant to clause(o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

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

As per the requirement of Section 135 of the Companies Act 2013, Companies (Corporate Social Responsibility Policy) Rules, 2014 and Schedule VII (Activities to be included in the CSR Policies), the Company has constituted a CSR Committee at the Board level to monitor the CSR Activities.

The Company understands its responsibility towards society and environment in which it operates, and identified the strategic areas to achieve its corporate and social objectives. The Company has actively supported various initiatives in the areas of health, education and environment over the years. A CSR Policy was also framed detailing Policy statement, Scope of CSR Activities, CSR funds, modalities of execution of each selected project, how to monitor the activities, and various other matters relating to CSR and the policy is available on the Company's website www.oenindia.com. The CSR Policy was aimed at providing more focus and direction to the various activities on CSR being undertaken by the Company mainly through the Charitable Trust, K.A. Mathew Foundation, a Charitable trust having an established track record of more than 30 years in undertaking charitable activities. The projects undertaken by the Company were in the areas of a) Restoration and beautification of city, town, village etc, b) Eradicating hunger, poverty and malnutrition, c) Scholarship/promotion for education, d) Healthcare, e) Public recreation etc. These projects are in accordance with Schedule VII of the Companies Act, 2013.

2. The Composition of the CSR Committee

The CSR Committee was constituted by the Board in its meeting held on 27-06-2014 to formulate a CSR policy, recommend the amount of expenditure to be incurred and to monitor the CSR activities of the Company. The Committee was reconstituted on 06-07-2019. Mr. B Jyothikumar acted as Chairman of the Committee and Mr. K V Sivadas and Ms. Pamela Anna Mathew are the members. Later Mr. B Jyothikumar, Nominee Director was replaced with Mr. R Ravichandran by KSIDC.

3. Average Net Profit of the Company for last three financial years

The Average net profit of the company for last three financial years amounts to Rs.19,57,90,287/-

4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above)

Prescribed CSR Expenditure for the Company was estimated at Rs.39,15,806/-, being 2% of the average net profit of the Company for last three financial years.

5. Details of CSR spent during the financial year

- a) a) The company has spent Rs.39,36,805/- during the Financial Year 2019-20 against the CSR Project/activities identified and approved by the CSR Committee.
- b) Amount unspent, if any and reason for not spending:

The Company spent a total amount of Rs.39,36,805/- during the Financial Year 2019-2020 as against Rs. 39,15,806/-, the prescribed CSR Expenditure.

O/E/N India Limited

(c) Manner in which the amount was spent during the financial year is detailed below.

Sl. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs		Amount outlay (budget): Project or programs wise	Amount spent on the projects or programs		Cumulative expenditure upto the reporting period	Amount spent : Direct or through implementing agency
			(1) Local area or other	(2) Specify the State and District where projects or programs was undertaken		(1) Direct expenditure on projects or programs	(2) Over heads		
2	Welfare measures for the senior citizens living in the locality	Health Care	Local	Ernakulam, Kerala	25000	25000	-	25000	K A Mathew Foundation
3	For purchasing medicines for inmates of Charitable Society	Health Care	Local	Ernakulam, Kerala	180000	180000	-	180000	K A Mathew Foundation
4	Pain & Palliative Care	Health Care	Local	Ernakulam, Kerala	420000	420000	-	420000	K A Mathew Foundation
5	Disaster Management	Disaster Management	Local	Ernakulam, Kerala	27320	27320		27320	Direct
6	Construction of old age home	Setting up of oldage home	Local	Ernakulam, Kerala	2400000	2400000	-	2400000	K A Mathew Foundation
7	Medical aid for treatment of various diseases	Health Care	Local	Ernakulam, Kerala	810000	810000	-	809485	K A Mathew Foundation
8	Contribution to Library	Rural Development	Local	Ernakulam, Kerala	15000	15000		15000	K A Mathew Foundation

The CSR Committee hereby submits its responsibility statement that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company and the Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules, 2014.

On behalf of the Board

Sd/-

(PAMELA ANNA MATHEW)
Chairman & Managing Director
DIN: 00742735

Sd/-

(VENU NALLUR)
Director
DIN: 00004873

22nd October 2020

Independent Auditors' Report

The Members,
O/E/N INDIA LIMITED
Cochin - 682 019

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of O/E/N India Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note No 2.32 of the financial statements, which describes the impact of the COVID-19 pandemic on the operations and financial position of the company.

Our opinion is not modified in respect of this matter.

Information Other than the Financials Statements and Auditor's Report thereon (Other Information)

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report in the Annual Report of the Company for the financial year 2019-20, but does not include the financial statements and our auditor's report thereon.

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

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

Responsibility of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the

O/E/N India Limited

Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under Section 133 of the Act. 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

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 Companies Act, 2013, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial control system with reference to financial statements reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 2.8.1, 2.8.2, 2.30 (a) and 2.30 (b) to the Financial Statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been an instance of delay of 340 days in transferring the value of two shares involving a minor amount Rs.20/- to the Investor Education and Protection Fund by the Company. However, the relative dividend was transferred to the Investor Education and Protection Fund by the Company on due date.

Kochi - 682 019
Date : 22nd October 2020

For VARMA & VARMA
(FRN:004532S)
Sd/-
(VIJAY NARAYAN GOVIND)
Partner
CHARTERED ACCOUNTANTS
Memb. No. 203094
UDIN: 20203094AAAABR6566

“ANNEXURE A” REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR INDEPENDENT AUDIT REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF O/E/N INDIA LIMITED FOR THE YEAR ENDED 31ST MARCH 2020

1. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
b) We are informed that fixed assets have been physically verified by the management at the end of the year, the frequency of which, in our opinion, is reasonable having regard to the size of the Company and the nature of its business and that no material discrepancies were noticed on such verification.
c) According to the information and explanations given to us, the records of the company examined by us and the confirmation from financial lender in respect of title deeds/lease deeds deposited with them and based on the details of land and buildings furnished to us by the company, we report that the lease deeds/ title deeds of immovable properties are held in the name of the Company.
2. We are informed that the physical verification of the inventory has been conducted at reasonable intervals by the management (except in the case of goods held with the third parties, in respect of which the Company has obtained confirmations), the frequency of which in our opinion is reasonable having regard to the size of the company and nature of its business. No material discrepancies were noticed on such verification.
3. According to the information and explanations given to us and the records of the company examined by us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the reporting requirements under clause (iii) of Para 3 of the Order are not applicable to the Company.
4. According to the information and explanations given to us and the records of the company examined by us, the company has not granted any loans or given any guarantee or security for which the provisions of sections 185 and 186 of the Act are applicable and in respect of investments made by it, the applicable provisions of section 186 of the Act have been complied with.
5. The Company has not accepted any deposits from the public during the year and hence, the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder are not applicable.
6. 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 of the Companies Act, 2013, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.
7. a) As per the information and explanations furnished to us and according to our examination of the records of the Company, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employee's State Insurance, Income Tax, Goods and Service Tax, Duty of Customs, Sales Tax, Duty of Excise, Value Added Tax, Cess and other statutory dues, as applicable to the Company to the appropriate authorities during the year. According to the information and explanations given to us and the records of the Company examined by us, there are no arrears of undisputed statutory dues outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

O/E/N India Limited

- b) According to the information and explanations given to us and the records of the Company examined by us, there are no amounts due to be deposited under Wealth Tax, Duty of Excise and Cess and the following disputed amounts of Income Tax, Sales Tax, Duty of Customs, Value Added Tax that have not been deposited with the authorities as at 31st March 2020.

Name of the statute	Nature of the dues	Amount (in Rs.)	Period to which the amount relates (Financial year)	Forum where the dispute is pending
The Customs Act, 1962	Customs Duty	22,507,351	From 1974-75 to 1995-96	Customs, Excise and Service Tax Appellate Tribunal
		60,885	2010-11	
The Central Sales Tax Act, 1956	Sales Tax	101,657	1991-92	Kerala Value Added Tax/ Agricultural Income Tax and Sales Tax Appellate Tribunal
		96,644	1990-91	Kerala Value Added Tax/ Agricultural Income Tax and Sales Tax Appellate Tribunal
The Kerala General Sales Tax Act, 1963	Sales Tax	70,314	1991-92	Kerala Value Added Tax/ Agricultural Income Tax and Sales Tax Appellate Tribunal
		86,289	1990-91	Kerala Value Added Tax/ Agricultural Income Tax and Sales Tax Appellate Tribunal
The Kerala Value Added Tax Act, 2003	Value Added Tax	402,357	2010-11	Asst. Commissioner (Appeals), Kerala Value Added Tax
The Kerala Value Added Tax Act, 2003	Value Added Tax	1,27,85,339	2011-12	Deputy Commissioner (Appeals), Kerala Value Added Tax
Income-Tax Act, 1961	Income Tax	318,280 (Net of Rs.350,000/- paid under protest)	2010-11	Commissioner of Income Tax (Appeals)
Income-Tax Act, 1961	Income Tax	2,618,000 (Net of Rs.983,600/- paid under protest)	2011-12	Commissioner of Income Tax (Appeals)
Income-Tax Act, 1961	Income Tax	537,345 (Net of Rs.95,000/- paid under protest)	2012-13	Commissioner of Income Tax (Appeals)
Income-Tax Act, 1961	Income Tax	1,49,14,094	2015-16	Commissioner of Income Tax (Appeals)
Income-Tax Act, 1961	Income Tax	2,53,96,543	2017-18	Commissioner of Income Tax (Appeals)
Income-Tax Act, 1961	Income Tax	17,22,090	2014-15	Commissioner of Income Tax (Appeals)
Income-Tax Act, 1961	Income Tax	13,29,195	1995-96	Commissioner of Income Tax (Appeals)
Income-Tax Act, 1961	Income Tax	19,12,016	1996-97	Commissioner of Income Tax (Appeals)

O/E/N India Limited

8. In our opinion and according to the information and explanations given to us and the records of the Company examined by us, the Company has not defaulted in repayment of loans and borrowings to the financial institution. The company has not taken any loans or borrowing from Bank and Government or raised any money by way of issue of debenture.
9. According to the information and explanations given to us and the records of the Company examined by us, no moneys were raised by way of initial public offer or further public offer (including debt instruments) and the term loans availed by the company have been applied for the purpose for which the loans were obtained.
10. During the course of our examination of the books and records of the company carried out in accordance with generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instances of material fraud by the company or on the company by its officers or employees, noticed or reported during the year, nor have been informed of such case by the Management.
11. According to the information and explanations given to us and the records of the Company examined by us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
12. The company is not a Nidhi Company. Accordingly, the reporting requirements under clause (xii) of paragraph 3 of the Order are not applicable.
13. According to the information and explanations given to us and the records of the Company examined by us, all transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and the details have been disclosed in Note 2.29 to the financial statements as required by the applicable Accounting Standards.
14. According to the information and explanations given to us and the records of the Company examined by us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence the reporting requirements under Para (xiv) of Para 3 of the Order are not applicable to the Company.
15. The company has not entered into any non-cash transactions with directors or persons connected with the directors. Accordingly, the reporting requirements under clause (xv) of Para 3 of the Order are not applicable.
16. According to the information and explanations given to us and the records of the Company examined by us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting requirements under clause (xvi) of paragraph 3 of the Order are not applicable.

Kochi - 682 019
Date : 22nd October 2020

For VARMA & VARMA
(FRN:004532S)
Sd/-
(VIJAY NARAYAN GOVIND)
Partner
CHARTERED ACCOUNTANTS
Memb. No. 203094
UDIN: 20203094AAAAABR6566

"ANNEXURE B" REFERRED TO IN PARAGRAPH 2(f) UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR INDEPENDENT AUDIT REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF O/E/N INDIA LIMITED FOR THE YEAR ENDED 31ST MARCH 2020

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 O/E/N India Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

O/E/N India Limited

Opinion

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

Kochi - 682 019
Date : 22nd October 2020

For VARMA & VARMA
(FRN:004532S)
Sd/-
(VIJAY NARAYAN GOVIND)
Partner
CHARTERED ACCOUNTANTS
Memb. No. 203094
UDIN: 20203094AAAAABR6566

Balance Sheet as at 31st March, 2020

Particulars	Note No.	As at 31.3.2020 Rs.	As at 31.3.2019 Rs.
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
a. Share Capital	2.1	50,992,600	50,992,600
b. Reserves and Surplus	2.2	1,462,059,505	1,407,461,255
2 Non-current Liabilities			
a. Long Term Borrowings	2.3	53,695,492	78,993,962
b. Deferred Tax Liabilities (Net)	2.4	54,317,577	36,743,996
c. Long Term Provisions	2.5	13,799,870	15,661,148
3 Current Liabilities			
a. Trade Payables	2.6		
(1) Total outstanding dues of Micro Enterprises and Small Enterprises [Refer Note 2.6.1 & 2.6.2]		815,446	-
(2) Total outstanding dues of creditors other than Micro Enterprises and small enterprises		156,301,851	134,764,989
b. Other Current Liabilities	2.7	41,822,625	42,772,347
c. Short Term Provisions	2.8	90,022,098	93,181,252
		<u>1,923,827,064</u>	<u>1,860,571,549</u>
II. ASSETS			
1 Non-current Assets			
a. Fixed Assets	2.9		
i. Property, Plant & Equipment		698,841,157	691,863,924
ii. Intangible Assets		13,937,469	1,170,651
iii. Capital Work-in-Progress		20,428,053	18,813,135
iv. Intangible Assets under Development		-	10,360,000
b. Non Current Investments	2.10	238,648,758	188,899,224
c. Long Term Loans and Advances	2.11	16,377,911	22,924,094
d. Other Non Current Assets	2.12	24,704,397	18,572,629
2 Current Assets			
a. Current Investments	2.13	239,557,112	236,214,269
b. Inventories	2.14	249,750,563	260,294,883
c. Trade Receivables	2.15	274,681,582	279,527,182
d. Cash and Cash Equivalents	2.16	96,135,810	77,300,501
e. Short Term Loans and Advances	2.17	44,772,188	48,920,601
f. Other Current Assets	2.18	5,992,064	5,710,456
		<u>1,923,827,064</u>	<u>1,860,571,549</u>

Significant Accounting Policies and Notes on Accounts 1&2

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

As per our separate report of even date attached

For VARMA AND VARMA
(FRN:004532S)

Sd/-

(VIJAY NARAYAN GOVIND)

Partner

CHARTERED ACCOUNTANTS

Memb. No. 203094

Place : Kochi - 682 019

Date : 22nd October 2020

For and on behalf of Board of Directors

PAMELA ANNA MATHEW Sd/-
Chairman & Managing Director [DIN : 00742735]

VENU NALLUR Sd/-
Director [DIN : 00004873]

SAJU VARGHESE Sd/-
General Manager - Finance

NISHA T.P. Sd/-
Company Secretary [Memb. No. A38197]

Statement of Profit and Loss for the year ended 31st March, 2020

Particulars	Note No.	For the year ended 31.3.2020 Rs.	For the year ended 31.3.2019 Rs.
I. Revenue from Operations (Net)	2.19	1,256,076,760	1,487,161,067
II. Other Income	2.20	112,252,887	91,399,611
III. Total Revenue		1,368,329,647	1,578,560,678
IV. Expenses:			
a. Cost of materials consumed	2.21	581,492,357	713,455,538
b. Changes in inventories of finished goods, work-in-progress and stock-in-trade	2.22	(9,352,170)	(19,151,375)
c. Employee benefits expense	2.23	374,984,210	401,518,555
d. Finance costs	2.24	8,082,577	10,790,935
e. Depreciation and amortisation expense	2.9	70,497,203	66,669,284
f. Other Expenses	2.25	215,026,775	262,748,845
		1,240,730,952	1,436,031,782
Less: Expenditure allocated to capital jobs [Refer Note 2.9.4]		12,779,928	15,147,930
Total Expenses		1,227,951,024	1,420,883,852
V. Profit Before Tax (III - IV)		140,378,623	157,676,826
VI. Tax expense:			
a. Current Tax		22,100,000	26,500,000
b. Tax for earlier years		27,664,509	3,467,290
c. Deferred Tax		17,573,581	2,127,719
VII. Profit for the period (V - VI)		73,040,533	125,581,817
VIII. Earnings Per Equity Share:			
Nominal value of share Rs.10/- (Rs.10/-)	2.26		
(Basic & Diluted)		14.32	24.63

Significant Accounting Policies and Notes on Accounts 1&2
The accompanying notes are an integral part of the financial statements.

As per our separate report of even date attached
For VARMA AND VARMA
(FRN:004532S)
Sd/-
(VIJAY NARAYAN GOVIND)
Partner
CHARTERED ACCOUNTANTS
Memb. No. 203094

Place : Kochi - 682 019
Date : 22nd October 2020

For and on behalf of Board of Directors

PAMELA ANNA MATHEW Sd/-
Chairman & Managing Director [DIN : 00742735]
VENU NALLUR Sd/-
Director [DIN : 00004873]
SAJU VARGHESE Sd/-
General Manager - Finance
NISHA T.P. Sd/-
Company Secretary [Memb. No. A38197]

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.3.2020

PARTICULARS	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before Tax	140,378,623	157,676,826
Adjustments for :		
Depreciation & Amortisation Expense	70,497,203	66,669,284
Interest Income	(8,085,501)	(2,555,464)
Dividend Income	(10,000)	-
(Profit)/Loss on Sale of Assets	(101,150)	1,189,803
(Profit)/Loss on Sale of Investments	(23,210,218)	(19,574,637)
Income from Partnership Firm	(31,729,362)	(48,276,744)
Irrecoverable Debts written off (Net)	126,128	108,060
Loss on Scrapped Assets written off	-	3,008,533
Interest expense	7,950,543	10,535,714
Unrealised (Gain) / Loss in foreign exchange	-	(196,090)
Sundry balances Written Back	(1,797,326)	(28,845)
Operating profit before working capital changes	154,018,940	168,556,440
<i>Adjustments for working capital changes:</i>		
(Increase) / Decrease in Trade and other receivables	4,202,813	110,573,855
(Increase) / Decrease in Inventories	10,544,320	(44,486,123)
Increase / (Decrease) in Trade Payables and other liabilities	(5,068,875)	(29,898,161)
Cash generated from operations	163,697,198	204,746,011
Direct Taxes (paid) / Refund Received	(29,445,785)	(23,270,519)
Net cash from/(used) in Operating Activities	134,251,413	181,475,492
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Property, Plant & Equipment	(82,968,130)	(127,120,470)
Adjustments to Capital Work in Progress and intangible assets under development	8,745,082	(18,483,842)
Sale of Fixed Assets	433,864	5,488,987
Purchase of Investments	(320,814,832)	(214,478,140)
Income from Partnership Firm	31,729,362	48,276,744
Sale of Investments	302,662,035	275,714,878
Drawings from / (Investments in) Partnership Firm (Net)	(11,729,362)	(48,276,744)
Interest received	8,085,501	2,555,464
Dividend received	10,000	-
Net cash from/(used) in Investing Activities	(63,846,480)	(76,323,123)

O/E/N India Limited

C. CASH FLOW FROM FINANCING ACTIVITIES:

Proceeds from / (Repayment of) Long Term Borrowings	(25,298,470)	(25,335,986)
Interest paid on Long-Term Borrowings	(7,950,543)	(10,535,714)
Dividends and Corporate Dividend Tax paid	(18,442,283)	(12,294,856)
Unclaimed Dividend of prior years*	123,846	58,599
Unclaimed Dividend transferred to Investor Education & Protection Fund	(2,174)	(2,126)
Net cash from/(used) in Financing Activities	(51,569,624)	(48,110,083)

* Funds held in separate Bank Accounts

SUMMARY

Net cash from/(used) in Operating Activities	134,251,413	181,475,492
Net cash from/(used) in Investing Activities	(63,846,480)	(76,323,123)
Net cash from/(used) in Financing Activities	(51,569,624)	(48,110,083)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS	18,835,309	57,042,286
Cash & Cash Equivalents at the beginning of the year	77,300,501	20,258,215
Cash & Cash Equivalents at the end of the year	96,135,810	77,300,501
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS DURING THE YEAR	18,835,309	57,042,286

- Note : 1) Cash and cash equivalents at the end of the year includes Rs.370,858/- (Rs.257,660/-) deposited in unclaimed dividend account which is earmarked for payment of dividend.
- 2) Balance with banks in Deposit Accounts include Rs.70,403,253/- (Rs.45,546,455/-) having maturity period of less than 12 months as at the year end and Rs.Nil (Rs.20,240,744/-) having a maturity period of more than 12 months as at the year end, but available for use if needed within twelve months.
- 3) The cash flow statement has been prepared under indirect method, as per the Accounting Standard 3 Cash Flow Statements.

As per our separate report of even date attached
For VARMA AND VARMA
(FRN:004532S)
Sd/-
(VIJAY NARAYAN GOVIND)
Partner
CHARTERED ACCOUNTANTS
Memb. No. 203094

Place : Kochi - 682 019
Date : 22nd October 2020

For and on behalf of Board of Directors
PAMELA ANNA MATHEW Sd/-
Chairman & Managing Director [DIN : 00742735]
VENU NALLUR Sd/-
Director [DIN : 00004873]
SAJU VARGHESE Sd/-
General Manager - Finance
NISHA T.P. Sd/-
Company Secretary [Memb. No. A38197]

Significant accounting policies and Notes on accounts for the financial year ended 31st March, 2020

1. Significant Accounting Policies

a. Basis of Accounting

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

b. Use of Estimates

The presentation of financial statements in conformity with the generally accepted accounting principles require estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates. Difference between the actual result and estimates are recognized in the period in which the results are known/materialized.

c. Revenue Recognition

- a) Sales are recognised on transfer of title of goods to the customers.
- b) Income from services are recognised under the Completed Service Contract Method.
- c) Export incentives are recognised on exports on accrual basis, based on the estimated realisable value of such entitlements.
- d) Interest and share of profit/ loss from a firm in which the company is a partner is recognized based on the financial statements of the firm for the year ending on the date of the Balance Sheet.
- e) Other incomes are recognised on accrual basis except when there are significant uncertainties.

d. Tangible Assets (Property, Plant and Equipment)

Property, Plant and Equipments are stated at cost less accumulated depreciation and impairment in value if any. Cost includes purchase price, (inclusive of import duties and non – refundable purchase taxes, after deducting trade discounts and rebates), other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components). The cost of replacement spares/ major inspection relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the cost of the item can be measured reliably.

The cost of assets not ready for use as at the Balance Sheet date are disclosed under Capital Work-In-Progress.

e. Intangible Assets

Intangible Assets are recorded at the cost of acquisition of such assets and are carried at cost less accumulated amortisation and impairment, if any.

f. Depreciation/Amortisation

1. Depreciation is provided:
 - a) On buildings, plant and machinery (other than items specified in (b) below) on Straight Line Method over the useful lives prescribed in Schedule II of the Companies Act, 2013 based on a review by the management at the year-end. Tools costing below Rs.50,000/- are depreciated at 100%, on the basis of technical evaluation by the management.
 - b) On other assets (including vehicle, furniture, fixtures and equipments) under Written Down Value method over the useful lives prescribed in Schedule II of the Companies Act, 2013 based on a review by the management at the year-end.
2. Costs of Software is treated as intangible asset and is amortised over a period of five years.
3. Value of Leasehold Land is depreciated (amortised) over the period of lease.

g. Investments

Long Term Investments are stated at cost. Decline in value, if any, which is not considered temporary in nature, is provided for. Current Investments are carried at lower of cost and fair value as on the date of the Balance Sheet.

h. Inventories

Inventories are valued at lower of cost computed as stated below or estimated net realisable value.

- a) Cost of other bought out materials on Weighted Average Method.
- b) Cost of trading items on Specific Identification Method.
- c) Cost of finished goods, manufactured components and semi-finished goods includes cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

The net realisable value of bought out inventories is taken at their current replacement value.

i. Research & Development

Capital expenditure on Research & Development is capitalized as fixed assets and depreciated in accordance with the depreciation policy of the company. The revenue expenditure on Research & Development is charged to the Statement of Profit and Loss in the year in which it is incurred.

j. Employee Benefits

i. Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and recognized in the period in which the employee renders the related service.

ii. Defined Contribution Plans

The company has defined contribution plans for employees comprising of Provident Fund, Superannuation Fund, Employee's State Insurance and other Employee Welfare Funds. The contributions paid/payable to these plans during the year are charged to the Statement of Profit and Loss for the year.

iii. Defined Benefit Plans

Payment of Gratuity to employees is covered by the O/E/N Gratuity Trust Scheme based on the Group Gratuity cum Assurance Scheme of the LIC of India, which is a defined benefit scheme and the company makes contributions under the said scheme. The net present value of the obligation for gratuity benefits as determined on independent actuarial valuation, conducted annually using the Projected Unit Credit Method, as adjusted for unrecognised past services cost if any and as reduced by the fair value of plan assets, is recognised in the accounts. Actuarial gains and losses are recognised in full in the Statement of Profit & Loss for the period in which they occur.

iv. Long Term Employee Benefits

Compensated Absences:

The company has a scheme for compensated absences for employees, the liability of which is determined on the basis of an independent actuarial valuation carried out at the end of the year, using the Projected Unit Credit Method. Actuarial gains and losses are recognized in full in the Statement of Profit and Loss for the period in which they occur.

v. Termination Benefits

Termination benefits are recognized in the Statement of Profit and Loss for the period in which the same accrue.

k. Taxes on Income

Income Tax is accounted in accordance with Accounting Standard on Accounting for Taxes on Income (AS-22), which include Current Taxes and Deferred Taxes. Provision for Current Tax is made in accordance with the provisions of The Income Tax Act, 1961. Deferred Tax assets/liabilities representing timing differences between accounting income and taxable income are recognized to the extent considered capable of being reversed in subsequent years by applying tax rate substantively enacted as at the end of the year. Deferred tax assets are recognised only to the extent there is reasonable certainty that sufficient future taxable income will be available, except that Deferred Tax Assets arising due to unabsorbed depreciation and losses are recognised if there is a virtual certainty that sufficient future taxable income will be available to realise the same. Deferred tax in respect of timing differences which originate and reverse during the tax exemption period are not recognized to the extent the gross total income is subject to the deduction during the tax exemption period.

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in the Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

l. Foreign Currency Transactions

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities outstanding at the Balance Sheet date are translated at the applicable exchange rates prevailing at the year-end. The exchange gain/loss arising during the year are adjusted to the Statement of Profit and Loss. Non-monetary items outstanding at the Balance Sheet date are reported using the exchange rate prevailing on the date of each transaction.

m. Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial period of time to get ready for its intended use are capitalised. Other borrowing costs are recognized as expenditure for the period in which they are incurred.

n. Earnings Per Share

Basic/ diluted earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares/ dilutive potential equity shares outstanding as at the end of the year as the case may be.

o. Impairment of Assets

The company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. An asset is identified as impaired, when the carrying value of the asset exceeds its recoverable value. Based on such assessment, impairment loss if any is recognized in the Statement of Profit and Loss of the period in which the asset is identified as impaired. The impairment loss recognised in the prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

p. Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the company has a present obligation as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the correct management estimates.

Contingent Liabilities are disclosed when the company has a possible obligation or a present obligation and it is probable that a cash flow will not be required to settle the obligation.

Contingent Assets are neither recognized nor disclosed in the accounts.

O/E/N India Limited

2. Notes on Accounts

2.1 Share Capital

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Authorized:		
10,000,000 (10,000,000) Equity Shares of Rs.10/- each	100,000,000	100,000,000
Issued, Subscribed and fully paid:		
5,099,260 (5,099,260) Equity Shares of Rs.10/- each	50,992,600	50,992,600
Total	50,992,600	50,992,600

2.1.1 Reconciliation of shares at the beginning and at the end of the financial year

Particulars	As at 31.03.2020		As at 31.03.2019	
	Number of shares	(Rs.)	Number of shares	(Rs.)
No. of shares as at the beginning of the financial year	5,099,260	50,992,600	5,099,260	50,992,600
No. of shares as at the end of the financial year	5,099,260	50,992,600	5,099,260	50,992,600

2.1.2 Terms/Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of Equity Shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2.1.3 Particulars of Shareholders holding more than 5% share in the Company

Particulars	As at 31.03.2020		As at 31.03.2019	
	%	No. of shares	%	No. of shares
Ms. Pamela Anna Mathew	49.94	2,546,786	49.80	2,539,496
M/s.Kerala State Industrial Development Corporation Ltd.	25.00	1,274,607	25.00	1,274,607

2.2 Reserves and Surplus

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Capital Reserve	64,933	64,933
Capital Redemption Reserve	3,602,740	3,602,740
General Reserve		
Opening Balance	1,367,987,324	1,257,987,324
Add: Transfer from Surplus for the year	60,000,000	110,000,000
Closing Balance	1,427,987,324	1,367,987,324
Surplus		
Opening Balance	35,806,258	32,519,297
Net Profit for the period	73,040,533	125,581,817
Amount available for Appropriation	108,846,791	158,101,114
Less: Appropriations		
Transfer to General Reserve	60,000,000	110,000,000
Proposed Dividend [Refer Note 2.2.1]	7,648,890	10,198,520
Tax on Proposed Dividend	1,572,252	2,096,336
Interim Dividend [Refer Note 2.2.2]	7,648,890	-
Tax on Interim Dividend	1,572,251	-
Closing Balance	30,404,508	35,806,258
Total	1,462,059,505	1,407,461,255

O/E/N India Limited

2.2.1 Represents final dividend for financial year 2018-19, declared and paid during the financial year 2019-20.

2.2.2 The Board of directors had declared interim dividend of Rs.1.50 (Rs.Nil) per share for the financial year ending 31.03.2020, by a circular resolution dated 19.03.2020, which was regularised in the Board Meeting held on 14.08.2020.

2.3 Long-Term Borrowings

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Term Loan - Secured		
- From other parties		
- M/s Kerala State Industrial Development Corporation Ltd.	53,695,492	78,993,962
Total	53,695,492	78,993,962

2.3.1 Terms of the Term Loan :

Name of the Lender	Security	Repayment Terms
M/s Kerala State Industrial Development Corporation Ltd (KSIDC)	(1) Charge over the fixed assets of the unit setup at Pune. (2) The Leasehold rights on the total extent of land allotted to the company in Chakan Industrial Area, Pune by Maharashtra Industrial Development Corporation (MIDC) are mortgaged to KSIDC and; (3) First charge in respect of 5 acres of land of the company at Vadavukode-Puthencruz Panchayat, Ernakulam District.	(1) The principal amount is repayable in 24 quarterly installments as under: - Twenty Four installments of Rs.6,250,000/- starting from 1st October, 2017. (2) Interest is payable on quarterly basis, on 31st March, 30th June, 30th September and 31st December. Interest rate is 8.50% compounded quarterly.

2.3.2 Current maturities of Long-Term borrowings are disclosed under the head Other Current Liabilities [Refer Note 2.7 below]

2.4 Deferred Tax Liabilities (Net)

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
A. Deferred Tax Liability		
On excess of net book value over Income Tax Written Down Value of Property, Plant & Equipment	64,968,036	60,113,944
B. Deferred Tax Assets		
On Provisions/other disallowances	10,650,459	23,369,948
Deferred Tax Liabilities (Net) (A-B)	54,317,577	36,743,996

2.5 Long-Term Provisions

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Provision for Employee Benefits [Refer Note 2.8 and 2.27.b & c]	13,799,870	15,661,148
Total	13,799,870	15,661,148

O/E/N India Limited

2.6 Trade Payables

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Trade Payables [Refer Note 2.6.1 & 2.6.2]		
(1) Total outstanding dues of Micro Enterprises and Small Enterprises	815,446	-
(2) Total outstanding dues of creditors other than Micro Enterprises and small enterprises	156,301,851	134,764,989
Total	157,117,297	134,764,989

2.6.1 The company has taken steps to identify the suppliers who qualify under the definition of micro and small enterprises, as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Based on available information, balances outstanding as payable to such suppliers at the year end is shown separately. In the opinion of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material.

2.6.2 Company had sought confirmation from the vendors whether they fall in the category of Micro or Small Enterprises. Based on the information available, the required disclosure for Micro and Small Enterprises under the above Act is given below:

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
a) Principal Amount remaining unpaid but not due as at the year end	815,446	-
b) Interest due thereon and remaining unpaid as at the year end	-	-
c) Interest paid by the Company in terms of Section 16 of Micro, Small & Medium Enterprises Development Act, 2006 along with the amount of payment made to the supplier beyond the appointed day during the year	-	-
d) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-
e) Interest accrued and remaining unpaid as at the year end	-	-
f) Further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

2.7 Other Current Liabilities

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Current maturities of long term debts [Refer Note 2.3.2]	25,000,000	25,000,000
Unpaid Dividend [Refer Note 2.16.1]	374,333	252,661
Other Payables		
- Statutory Dues	7,432,045	7,982,009
- Security Deposit	934,706	1,150,000
- Advance from Customers	3,638,630	6,342,065
- Creditors for Capital Goods	4,442,911	2,045,612
Total	41,822,625	42,772,347

O/E/N India Limited

2.8 Short-Term Provisions

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Provision for employee benefits [Refer Note 2.8.2 and 2.27.c]	32,803,459	28,049,523
Others		
- Income Tax (Net)	33,264,428	12,535,045
- Other taxes [Refer Note 2.8.1]	23,954,211	52,596,684
Total	90,022,098	93,181,252

2.8.1 Details of Provisions towards other taxes

(Amount in Rs.)

Nature of Provision	Balance as at 01.04.2019	Additional Provision/adjustments during the year	Amounts used/ charged during the year	Unused amounts reversed (See Note iv)	Balance as at 31.03.2020
a) Customs Duty (See Note i)	22,568,236 (22,609,086)	- (40,850)	- (-)	- (-)	22,568,236 (22,568,236)
b) Service Tax (See Note ii)	28,642,473 (27,737,893)	2,917,186 (904,580)	- (-)	25,725,287 (-)	- (28,642,473)
c) Sales Tax including Value Added Tax (See Note iii)	1,385,975 (874,737)	- (511,238)	- (-)	- (-)	1,385,975 (1,385,975)
Total	52,596,684	2,917,191	-	25,725,282	23,954,211
Previous Year	(51,221,716)	(1,456,668)	(-)	(-)	(52,596,684)

Note :

- Rs.22,507,351/- (Rs.22,507,351/-) being demands towards customs duty on import of materials relating to earlier years. The Hon'ble Supreme Court of India had set aside the order and restored the appeal to Customs Excise and Service Tax Appellate Tribunal (CESTAT) for fresh disposal according to law which is pending. The company has maintained the provision already made in the accounts in respect of the said sums. Other demands raised by customs authorities Rs.60,885/- (Rs.60,885/-) have also been disputed by the company in respect of which provisions have been made as a matter of prudence.
- During the year, the company opted under the Sabka Vishwas (Legacy Dispute Resolution) Scheme 2019 and settled all Service Tax matters pending before various judicial forums on payment of Rs.2,070,714/- on 13th December 2019 against a total liability of Rs.28,390,117/-. The balance liability no longer payable has been written back to the statement of Profit and Loss amounting to Rs.25,725,282/-.
- Sales Tax authorities have raised demands aggregating to Rs.Nil (Rs.1,385,975/-) which have been disputed by the company before various appellate authorities. Though the company is hopeful of favourable decisions, provision has been created in the accounts as a matter of abundant caution.
- Unused amounts reversed represents the amount written back in respect of the disputes, on the basis of favourable appellate order received by the company.

2.8.2 Provision for employee benefits:

(Amount in Rs.)

Nature of Provision	Balance as at 01.04.2019	Additional Provision during the year	Amounts used/ charged during the year	Unused amounts reversed	Balance as at 31.03.2020
a) Provision for employee benefits (See Note below)	13,000,000 (13,000,000)	- (-)	- (-)	- (-)	13,000,000 (13,000,000)
Total	13,000,000	-	-	-	13,000,000
Previous Year	(13,000,000)	(-)	(-)	(-)	(13,000,000)

Note:

The company has discontinued operations at the Peenya Unit, Bangalore with effect from 10th November 2017 and the said unit does not constitute a separate major line of business or geographical area of operations of the company. The plant & machinery at the unit has been substantially transferred to the Electrogiri Unit, Kerala and the company is exploring possibilities to utilise the land and factory building for alternate business purpose. Further, as a matter of abundant caution, based on the estimate of the management, the company is carrying a provision, towards claims raised by the employees during earlier years, not accepted by the company which is pending before the appellate authority.

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2.9 Fixed Assets

Description	Gross Block (At cost)				Depreciation				Net Block	
	As at 31-3-2019	Additions/ Transfers	Sales/ Adjustments	As at 31-3-2020	As at 31-3-2019	For the Year	Sales/ Adjustments	As at 31-3-2020	As at 31-3-2020	As at 31-3-2019
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
(i) Tangible Assets (Property, Plant & Equipment)										
Land & Development	9,075,177 (9,075,177)	- (-)	- (-)	9,075,177 (9,075,177)	- (-)	- (-)	- (-)	- (-)	9,075,177 (9,075,177)	9,075,177 (9,075,177)
Leasehold Land	72,396,260 (72,396,260)	- (-)	- (-)	72,396,260 (72,396,260)	4,621,023 (3,857,345)	763,678 (763,678)	- (-)	5,384,701 (4,621,023)	67,011,559 (67,775,237)	67,775,237 (68,538,915)
Buildings	232,873,458 (235,873,458)	4,376,151 (-)	- (3,000,000)	237,249,609 (232,873,458)	58,768,785 (51,895,561)	7,050,359 (6,873,224)	- (-)	65,819,144 (58,768,785)	171,430,465 (174,104,673)	174,104,673 (183,977,897)
Plant & Equipment	964,133,250 (908,283,975)	63,511,887 (112,497,427)	2,034,349 (56,648,152)	1,025,610,788 (964,133,250)	532,496,413 (529,617,447)	55,499,225 (52,859,811)	1,831,123 (49,980,845)	586,164,515 (532,496,413)	439,446,273 (431,636,837)	431,636,837 (378,666,528)
Furniture & Fixtures	20,496,539 (19,890,900)	867,631 (662,799)	- (57,160)	21,364,170 (20,496,539)	17,942,541 (17,043,924)	708,753 (953,054)	- (54,437)	18,651,294 (17,942,541)	2,712,876 (2,553,998)	2,553,998 (2,846,976)
Motor Vehicles	12,597,530 (10,788,234)	2,684,008 (1,809,296)	2,164,707 (-)	13,116,831 (12,597,530)	10,445,463 (9,569,867)	1,059,863 (875,596)	2,039,327 (-)	9,465,999 (10,445,463)	3,650,832 (2,152,067)	2,152,067 (1,218,367)
Office Equipment	42,953,708 (40,322,456)	3,079,950 (3,147,119)	227,519 (515,867)	45,806,139 (42,953,708)	38,387,773 (35,005,317)	2,127,802 (3,881,030)	223,411 (498,574)	40,292,164 (38,387,773)	5,513,975 (4,565,935)	4,565,935 (5,317,139)
TOTAL	1,354,525,922	74,519,627	4,426,575	1,424,618,974	662,661,998	67,209,680	4,093,861	725,777,817	698,841,157	691,863,924
Previous Year	(1,296,630,460)	(118,116,641)	(60,221,179)	(1,354,525,922)	(646,989,461)	(66,206,393)	(50,533,856)	(662,661,998)	(691,863,924)	(649,640,999)
(ii) Intangible Assets										
Software	15,623,147 (15,623,147)	16,054,340 (-)	- (-)	31,677,487 (15,623,147)	14,452,496 (13,989,605)	3,287,522 (462,891)	- (-)	17,740,018 (14,452,496)	13,937,469 (1,170,651)	1,170,651 (1,633,542)
TOTAL	15,623,147	16,054,340	-	31,677,487	14,452,496	3,287,522	-	17,740,018	13,937,469	1,170,651
Previous Year	(15,623,147)	(-)	(-)	(15,623,147)	(13,989,605)	(462,891)	(-)	(14,452,496)	(1,170,651)	(1,633,542)
GRAND TOTAL	1,370,149,069	90,573,967	4,426,575	1,456,296,461	677,114,494	70,497,202	4,093,861	743,517,835	712,778,626	693,034,575
Previous Year	(1,312,253,607)	(118,116,641)	(60,221,179)	(1,370,149,069)	(660,979,066)	(66,669,284)	(50,533,856)	(677,114,494)	(693,034,575)	(651,274,541)

2.9.1 Details of Capital Expenditure on Research and Development [Refer Note 2.25.3.B]

Particulars	2019-20 Rs.	2018-19 Rs.
Capital Equipments	7,562,724	15,372,735
Total	7,562,724	15,372,735

2.9.2 Capital Commitments:

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advance)	1,646,015	16,914,100
Total	1,646,015	16,914,100

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2.9.3 Capital Work in Progress

Nature of Work	Opening Balance (Rs.)	Additions (Rs.)	Capitalised during the year (Rs.)	Closing Balance (Rs.)
(i) Building under Construction	4,796,433 (-)	4,632,621 (4,796,433)	9,429,054 (-)	- (4,796,433)
(ii) Asset Under Erection	27,310 (-)	1,970,197 (27,310)	- (-)	1,997,507 (27,310)
(iii) Tools/Assets under Construction [Refer Note 2.9.4]	13,989,392 (16,400,741)	33,296,908 (37,230,520)	28,855,754 (39,641,869)	18,430,546 (13,989,392)
Total	18,813,135	39,899,726	38,284,808	20,428,053
Previous Year	(16,400,741)	(42,054,263)	(39,641,869)	(18,813,135)

2.9.4 Capital Work in Progress

Additions to tools / assets under construction incurred during the year includes:

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
(a) Cost of materials consumed	20,516,980	22,082,590
(b) Other Expenditure Allocated	12,779,928	15,147,930
Total	33,296,908	37,230,520

2.9.5 Intangible Assets under Development

Nature of Work	Opening Balance (Rs.)	Additions (Rs.)	Capitalised/transferred during the year (Rs.)	Closing Balance (Rs.)
(i) Computer Software	10,360,000 (-)	4,551,017 (10,360,000)	14,911,017 (-)	- (10,360,000)
Total	10,360,000	4,551,017	14,911,017	-
Previous Year	(-)	(10,360,000)	(-)	(10,360,000)

2.10 Non Current Investments

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Long Term		
Unquoted (Trade):		
(i) 2001 (2001) shares of Rs.10/- each fully paid up in O/E/N Electrocom Private Limited	20,010	20,010
(ii) 20,000 (20,000) shares of Rs.10/- each fully paid up in Kerala Enviro Infrastructure Limited	200,000	200,000
(iii) Investment in Capital of Partnership Firm - R Engineering [Refer Note 2.10.2]	200,408,576	188,679,214
(iv) Investment in Mutual Funds [Refer Note 2.10.3] :		
a) Franklin India Short Term Income Plan (Growth) - 4378.67 Units	13,020,172	-
b) Franklin India Low Duration Fund (Growth) - 1337108 Units	25,000,000	-
Aggregate amount of unquoted investments	238,648,758	188,899,224

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2.10.1 For Method of Valuation of Investment, Refer Note 1(g) of Significant Accounting Policies.

2.10.2 (a) The Company is partner in a partnership firm, M/s R Engineering. Details regarding investment in the said firm are as under:

Name of Partners	Share of Profit/Loss (%)		Capital Account Balance (Rs.)	
	31.03.2020	31.03.2019	31.03.2020	31.03.2019
a) O/E/N India Limited	95%	95%	200,408,576	188,679,214
b) O/E/N Electrocom Private Limited	5%	5%	7,566,682	6,222,536

(b) Details of capital account balance of the Company

Particulars	As on 31.03.2020 (Rs.)	As on 31.03.2019 (Rs.)
Opening Balance	188,679,214	140,402,470
Amount invested / (withdrawn) during the year	(20,000,000)	-
Add: Interest on Capital	16,831,129	12,636,222
Add: Share of Profit	14,898,233	35,640,522
Closing Balance	<u>200,408,576</u>	<u>188,679,214</u>

2.10.3 Subsequent to Balance Sheet date, Franklin Templeton Asset Management has announced their decision to wind up six debt schemes with effect from 23rd April 2020, which includes the following schemes in which the company is holding investments as at 31st March 2020 as under:

Franklin India Short Term Income Plan (Growth)	13,020,172	16,777,079
Franklin India Low Duration Fund (Growth)	25,000,000	27,570,231
Total	<u>38,020,172</u>	<u>44,347,310</u>

As a result of this decision, existing investors have been restricted from redeeming their investments or effecting other transactions in these schemes. The winding up of the schemes has been challenged before judicial authorities and the matter is pending.

As per information furnished by Franklin Templeton to the investors, all the schemes under winding up have continued to receive cash flows from maturities, pre-payments, and coupon payments and the fund expects to fully discharge all commitments in due course.

During the period from 1st April 2020 till date of adoption of these accounts the following amounts have been repaid by Franklin from its segregated portfolio of the respective schemes under winding up:

Fund	Amount (Rs.)
Franklin India Short Term Income Plan (Growth)	253,788
Franklin India Low Duration Fund (Growth)	1,567,401

After taking cognizance of the above developments which have taken place after Balance Sheet date and also considering the fact that there is no impairment in value of the investments as per the latest available NAV as on 21st October 2020, the management does not anticipate any possible loss in value on redemption of the investments in these schemes (as above); and accordingly, no provision is considered necessary for the same at this stage.

2.11 Long-Term Loans and Advances

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Unsecured (Considered Good)		
Capital Advance	5,636,765	10,845,303
Others		
- Staff Loans	4,005,998	5,259,280
- Prepaid Expenses	680,024	764,850
- Deposits	6,055,124	6,054,661
Total	<u>16,377,911</u>	<u>22,924,094</u>

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2.12 Other Non-Current Assets

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Balance with bank in Deposit Account [Refer Note 2.12.1]	24,704,397	18,572,629
Total	24,704,397	18,572,629

2.12.1 Deposits held as security against bank guarantee which are not expected to be withdrawn within next twelve months.

2.13 Current Investments

Particulars	As at 31.03.2020		As at 31.03.2019	
	No. of Units	(Rs.)	No. of Units	(Rs.)
Unquoted (Non Trade):				
Investment In Mutual Funds :				
a) ICICI Short Term Plan (Growth)	2,654,777.87	40,506,495	3,151,879.39	55,292,578
b) ICICI Long Term Plan (Growth)	468,414.79	10,000,000	468,414.79	10,000,000
c) Franklin India Short Term Income Plan (Growth)	-	-	4,378.67	13,020,172
d) Franklin India Low Duration Fund (Growth)	-	-	1,337,108.00	25,000,000
e) Franklin India Banking & PSU Debt Fund - Growth	1,036,264.42	16,000,000	-	-
f) Aditya Birla Sunlife Corporate Bond Fund (Growth) - Regular Plan	441,625.91	26,506,985	1,141,659.52	64,866,348
g) SBI Corporate Bond Fund (Growth)	3,989,555.35	43,500,000	-	-
h) IDFC Corporate Bond Fund (Growth)	2,564,672.60	30,000,000	2,564,672.60	30,000,000
i) IDFC Banking & PSU Debt Fund (G) - Regular Plan	2,167,646.55	36,642,788	-	-
j) HDFC Liquid Fund (Growth)	-	-	4,949.43	18,035,171
k) HDFC Medium Term Opportunities Fund	1,814,203.29	36,400,844	1,126,578.06	20,000,000
Aggregate amount of unquoted investments	15,137,160.78	239,557,112	9,799,640.46	236,214,269
Aggregate Net Asset Value of unquoted investments	-	276,367,571	-	280,834,663

2.13.1 Method of Valuation of Investment - Refer Note 1(g) of Significant Accounting Policies.

2.14 Inventories

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
In Hand :		
a) Materials and Components	179,830,338	199,897,337
b) Stores and Spares	2,860,958	4,329,689
c) Materials for Automation	7,038,192	5,711,448
d) Manufactured components	25,448,940	26,386,852
e) Semi-Finished Goods	5,566,656	-
f) Finished Goods	15,458,847	21,363,903
g) Scrap Materials	12,283,447	-
h) Packing materials	882,966	950,689
i) Printing & Stationery	380,219	-
j) Stock in Trade	-	1,654,965
Total	249,750,563	260,294,883

2.14.1 Method of Valuation of Inventories - Refer Note 1(h) of Significant Accounting Policies.

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2.15 Trade Receivables

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Outstanding for a period exceeding 6 months from the date they are due for payment		
Unsecured, Considered Good	2,255,935	329,001
Unsecured, Considered Doubtful	417,158	417,158
	<u>2,673,093</u>	<u>746,159</u>
Less: Provision for Doubtful Debts	417,158	417,158
	<u>2,255,935</u>	<u>329,001</u>
Others (Unsecured, Considered Good)	272,425,647	279,198,181
Total	<u>274,681,582</u>	<u>279,527,182</u>

2.16 Cash and Cash Equivalents

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Balance with Banks		
In Current Accounts [Refer Note 2.16.1]	25,697,216	11,475,788
In Deposit Accounts [Refer Note 2.16.2]	70,403,253	65,787,199
Cash on hand	35,341	37,514
Total	<u>96,135,810</u>	<u>77,300,501</u>

2.16.1 Balance with banks in Current Accounts include earmarked balances for unpaid dividend (net of bank charges debited by bank) Rs.370,858/- (Rs.257,660/-) and cannot be used for any other purpose.

2.16.2 Balance with banks in Deposit Accounts include Rs.70,403,253/- (Rs.45,546,455/-) having maturity period of less than 12 months as at the year end and Rs.Nil (Rs.20,240,744/-) having a maturity period of more than 12 months as at the year end, but available for use if needed within twelve months.

2.17 Short-Term Loans and Advances

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
(Unsecured, Considered Good)		
Others:		
- Advances recoverable in cash or in kind or for value to be received	26,483,375	22,679,156
- Staff loans	1,249,238	1,376,360
- Income Tax Refund Receivable	3,550,608	3,139,948
- Deposits	2,538,483	1,963,565
- Balances with Government Authorities	10,950,484	19,761,572
Total	<u>44,772,188</u>	<u>48,920,601</u>

2.18 Other Current Assets

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
Export Entitlements Receivable	5,449,757	5,337,119
Others	542,307	373,337
Total	<u>5,992,064</u>	<u>5,710,456</u>

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2.19 Revenue from operations

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Sale of Products		
Gross Sales	1,214,050,212	1,414,063,885
Net Sales	<u>1,214,050,212</u>	<u>1,414,063,885</u>
Other Operating Revenues		
Sale of Scrap	38,360,913	68,694,057
Job Charges	47,318	-
Export Entitlements	3,260,167	4,072,977
Miscellaneous Income	358,150	330,148
	<u>42,026,548</u>	<u>73,097,182</u>
Total	<u><u>1,256,076,760</u></u>	<u><u>1,487,161,067</u></u>

2.20 Other Income

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Lease Rent Received	9,341,227	9,892,624
Sale of Wind Energy	3,264,310	3,119,159
Net gain on foreign exchange transactions/translations	710,724	5,406,161
Interest	8,085,501	2,556,599
Dividend	10,000	-
Incentive from Government	7,692,000	-
Profit on Sale of Investments	23,210,218	19,574,637
Profit on Sale of Assets (Net)	101,150	-
Income from Partnership Firm [Refer Note 2.10.2]		
- Interest on Capital	16,831,129	12,636,222
- Share of Profit	14,898,233	35,640,522
Provisions no longer payable written back [Refer Note 2.8.1.ii]	25,725,287	-
Miscellaneous Income	2,383,108	2,573,687
Total	<u><u>112,252,887</u></u>	<u><u>91,399,611</u></u>

2.21 Cost of materials consumed

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Opening Stock	199,897,337	174,326,032
Add : Purchases	561,425,358	739,026,843
	<u>761,322,695</u>	<u>913,352,875</u>
Less : Closing Stock	179,830,338	199,897,337
Total	<u><u>581,492,357</u></u>	<u><u>713,455,538</u></u>

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2.22 Change in Inventories

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Closing Stock		
- Finished Goods	15,458,847	21,363,903
- Semi-Finished Goods	5,566,656	-
- Manufactured Components	25,448,940	26,386,852
- Stock in Trade	-	1,654,965
- Scrap Stock	12,283,447	-
	<u>58,757,890</u>	<u>49,405,720</u>
Opening Stock		
- Finished Goods	21,363,903	13,202,429
- Semi-Finished Goods	-	-
- Manufactured Components	26,386,852	15,359,646
- Stock in Trade	1,654,965	1,692,270
- Scrap Stock	-	-
	<u>49,405,720</u>	<u>30,254,345</u>
Increase in Inventory	<u>9,352,170</u>	<u>19,151,375</u>

2.23 Employee Benefit Expenses

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Salaries & Wages (including compensated absences payable on retirement)	325,613,204	343,248,236
Contribution to Provident and Other Funds	17,087,205	17,567,611
Staff Welfare Expenses	32,283,801	40,702,708
Total	<u>374,984,210</u>	<u>401,518,555</u>

2.24 Finance Costs

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Interest Expense	7,950,543	10,535,714
Other Borrowing Cost	132,034	255,221
Total	<u>8,082,577</u>	<u>10,790,935</u>

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2.25 Other Expenses

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Consumption of Stores, Spares & Consumables	17,627,549	17,674,865
Packing Materials Consumed	16,246,548	20,757,783
Power & Fuel	38,118,735	43,810,238
Repairs		
- Building	12,119,207	22,038,932
- Plant & Machinery	21,668,877	29,567,626
- Others	3,726,451	4,428,601
Insurance	3,693,495	3,313,769
Rent [Refer Note 2.25.1]	3,243,267	3,688,415
Rates & Taxes	3,521,197	2,526,584
Postage & Telephone	2,219,756	2,606,316
Printing & Stationery	2,916,441	3,332,056
Travelling & Conveyance	7,332,024	7,352,096
Provision for Duties/Taxes [Refer Note 2.8.1]	-	1,374,968
Payments to the Auditor [Refer Note 2.25.2]	1,190,970	1,131,662
Advertisement & Publicity	239,859	284,221
Discount & Commission on Sales	2,324,257	2,541,076
Professional & Consultancy charges	4,182,134	6,863,243
Bank Charges	860,086	963,343
Job Work Charges	23,279,261	23,083,770
Research & Development Expense [Refer Note 2.25.3.A]	22,654,728	25,504,107
Irrecoverable Debts Written Off [Net]	126,128	108,060
Freight & Forwarding Charges [Net]	4,343,057	10,057,655
Expenses on Corporate Social Responsibility Activities [Refer Note 2.25.4]	3,936,805	4,243,999
Loss on sale of fixed assets (Net)	-	1,189,803
Miscellaneous Expenses	19,455,943	24,305,657
Total	215,026,775	262,748,845

2.25.1 Leases

The company has taken certain premises under rental arrangements, which are in the nature of cancellable operating leases. The lease rentals for the year Rs.3,243,267/- (Rs.3,688,415/-) have been charged to the Statement of Profit & Loss.

2.25.2 Payments to the Auditor

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
a. Statutory Audit Fees	750,000	750,000
b. Other Services		
Taxation Matters (Including Tax Audit)	439,470	367,000
Reimbursement of Expenses	1,500	14,662
Total	1,190,970	1,131,662

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2.25.3 Research & Development Expense

Particulars	For the year ended 31.03.2020 (Rs.)		For the year ended 31.03.2019 (Rs.)	
A. Revenue Expenditure				
Cost of materials consumed		237,027		1,559,381
Salaries & Wages		20,473,103		18,916,905
Contribution to Provident and Other Funds		1,549,642		1,535,476
Staff Welfare Expenses		709,440		1,042,676
Travelling & Conveyance		499,047		1,373,466
Others		3,562,983		1,936,775
		<u>27,031,242</u>		<u>26,364,679</u>
Sale/Income of New Products from Research & Development :				
Gross Sales		716,812		860,572
Other Income		3,659,702		-
		<u>4,376,514</u>		<u>860,572</u>
Total		<u>22,654,728</u>		<u>25,504,107</u>
B. Capital Expenditure				
Particulars		2019-20 (Rs.)		2018-19 (Rs.)
Addition to Capital Equipments		7,562,724		15,372,735
Total		<u>7,562,724</u>		<u>15,372,735</u>

2.25.4 Details of expenses on Corporate Social Responsibility Activities :

a. Gross amount required to be spent by the company during the year Rs.3,915,806/- (4,242,953/-)

b. Amount spent during the year on :

Particulars	For the year ended 31.03.2020 (Rs.)		For the year ended 31.03.2019 (Rs.)	
	In Cash	Yet to be paid in cash	In Cash	Yet to be paid in cash
i) Construction/acquisition of any asset	-	-	-	-
ii) On purposes other than (i) above	3,936,805	-	4,243,999	-
Total	<u>3,936,805</u>	<u>-</u>	<u>4,243,999</u>	<u>-</u>

2.26 Earnings Per Equity Share

Particulars	For the year ended 31.03.2020		For the year ended 31.03.2019	
Profit for the period (after tax) (Rs.)		73,040,533		125,581,817
Weighted Average Number of Equity Shares of Rs.10/- each (fully paid-up)		5,099,260		5,099,260
Earnings Per Equity Share - Basic & Diluted (Rs.)		14.32		24.63

2.27 Disclosures required under Accounting Standard 15 - "Employee Benefits"

a. Defined Contribution Plans

During the year the following amounts have been recognised in the Statement of Profit and Loss on account of defined contribution plans:

Particulars	For the year ended 31.03.2020 (Rs.)		For the year ended 31.03.2019 (Rs.)	
Employers contribution to Provident Fund		11,613,312		11,483,906
Employers contribution to Employee's State Insurance		3,095,035		4,348,691
Superannuation Fund		3,928,500		3,270,490
Employees Welfare Fund		183,516		43,696

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b. Defined Benefit Plans - Gratuity: Funded Obligation

i. Actuarial Assumptions	For the year ended 31.03.2020	For the year ended 31.03.2019
Discount Rate (per annum)	7.5% p.a.	7.5% p.a.
Expected return on plan assets	7.5% p.a.	8% p.a.
Salary escalation rate*	4% p.a.	4% p.a.
Mortality rate	Indian Assured Lives Mortality 1994-96 (Ultimate Table)	Indian Assured Lives Mortality 1994-96 (Ultimate Table)

*The assumption of future salary increases takes into account inflation, seniority, promotions and other relevant factors such as supply and demand in the employment market.

ii. Reconciliation of present value of obligation	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Present value of obligation at the beginning of the year	36,490,456	30,791,117
Current Service Cost	2,702,621	2,444,077
Interest Cost	2,838,132	2,400,986
Actuarial (gain)/ loss	1,691,479	3,464,466
Benefits Paid	(3,238,647)	(2,610,190)
Present value of obligation at the end of the year	40,484,041	36,490,456

iii. Reconciliation of fair value of plan assets	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Fair value of plan assets at the beginning of the year	31,512,395	30,931,794
Expected return on plan assets	2,363,429	2,474,543
Actuarial gain/(loss)	(263,865)	(192,047)
Contributions	5,932,374	908,295
Benefits paid	(3,238,647)	(2,610,190)
Assets distributed on settlement (if applicable)	-	-
Fair value of plan assets at the end of the year	36,305,686	31,512,395

iv. Description of Plan Assets	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Insurer Managed Funds (LIC of India)	36,305,686	31,512,395

v. Net (Asset)/ Liability recognized in the Balance Sheet as at year end	2019-20 (Rs.)	2018-19 (Rs.)	2017-18 (Rs.)	2016-17 (Rs.)	2015-16 (Rs.)
Present value of obligation at the end of the year	40,484,041	36,490,456	30,791,117	40,786,409	49,232,144
Fair value of plan assets at the end of the year	36,305,686	31,512,395	30,931,794	38,454,331	37,746,216
Net present value of funded obligation recognized as (asset)/ liability in the Balance Sheet	4,178,355	4,978,061	(140,677)	2,332,078	11,485,928

vi. Expenses recognized in the Statement of Profit and Loss	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Current Service Cost	2,702,621	2,444,077
Interest Cost	2,838,132	2,400,986
Actuarial (gain) / loss recognized in the period	1,955,344	3,656,513
Past Service Cost (if applicable)	-	-
Expected return on plan assets	(2,363,429)	(2,474,543)
Total expenses recognized in the Statement of Profit and Loss for the year	5,132,668	6,027,033
Actual return on plan assets	2,363,429	2,474,543

The above disclosures are based on information furnished by the independent actuary and relied upon by the auditors.

The above does not include gratuity to the Managing Director calculated on undiscounted basis : Rs.3,474,755/- (Rs.3,244,073/-).

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c. Long Term Employee Benefits

Compensated absences (Vesting and Non Vesting): Unfunded Obligation

i. Actuarial Assumptions	For the year ended 31.03.2020	For the year ended 31.03.2019
Discount Rate (per annum)	7.5% p.a.	7.5% p.a.
Salary escalation rate*	4% p.a.	4% p.a.
Mortality rate	Indian Assured Lives Mortality 1994-96 (Ultimate Table)	Indian Assured Lives Mortality 1994-96 (Ultimate Table)

*The assumption of future salary increases takes into account inflation, seniority, promotions and other relevant factors such as supply and demand in the employment market.

ii. Reconciliation of present value of obligation	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Present value of obligation at the beginning of the year	7,657,616	6,492,430
Current Service Cost	6,853,151	6,277,361
Interest Cost	831,314	722,333
Actuarial (gain) / loss	(8,706,704)	(5,613,377)
Benefits Paid	(263,062)	(221,131)
Present value of obligation at the end of the year	6,372,315	7,657,616

iii. Net (Asset) / Liability recognized in the Balance Sheet as at year end	2019-20 (Rs.)	2018-19 (Rs.)	2017-18 (Rs.)	2016-17 (Rs.)	2015-16 (Rs.)
Present value of obligation at the end of the year	6,372,315	7,657,616	6,492,430	6,946,317	7,233,519
Fair value of plan assets at the end of the year	-	-	-	-	-
Net present value of unfunded obligation recognized as (asset) / liability in the Balance Sheet	6,372,315	7,657,616	6,492,430	6,946,317	7,233,519

iv. Expenses recognized in the Statement of Profit and Loss	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Current Service Cost	6,853,151	6,277,361
Interest Cost	831,314	722,333
Actuarial (gain) / loss recognized in the period	(8,706,704)	(5,613,377)
Past Service Cost (if applicable)	-	-
Total expenses recognized in the Statement of Profit and Loss for the year	(1,022,239)	1,386,317

The above disclosures are based on information furnished by the independent actuary and relied upon by the auditors.

2.28 Segment Information

The Company is substantially engaged in the business of manufacture and dealing of electromechanical relays in India and hence has only a single reportable segment.

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2.29 Disclosure of transactions with related parties as required by Accounting Standard – 18 on related party disclosures as prescribed by Companies (Accounting standards) Rules, 2006.

A. Related parties and nature of relationship

- | | | |
|--|---|--|
| i) Key Management Personnel | | |
| Ms. Pamela Anna Mathew | - | Managing Director |
| Mr. Antony Alexandar | - | Whole-Time Director |
| ii) Relative of Key Management Personnel | - | Ms. Sunela Sarah Mathew
Ms. Roopa Anna George |
| iii) Enterprise controlled by the Company | - | R. Engineering (Partnership Firm) |
| iv) Trust in which Key Management Personnel is a Trustee | - | K.A. Mathew Foundation |

B. Description of Transactions

(Amount in Rs.)

Nature of Transaction	Key Management Personnel	Relative of Key Management Personnel	Enterprise controlled by the company	Trust in which Key Management Personnel is a Trustee	Total
1 Remuneration Paid	9,128,611 (10,316,990)	556,400 (-)	- (-)	- (-)	9,685,011 (10,316,990)
2 Sale of Goods	- (-)	- (-)	8,424,356 (13,075,010)	- (-)	8,424,356 (13,075,010)
3 Purchase of Goods	- (-)	- (-)	720,327 (446,275)	- (-)	720,327 (446,275)
4 Dividend paid	7,657,071 (5,097,424)	316,176 (201,870)	- (-)	- (-)	7,973,247 (5,299,294)
5 Directors Sitting Fees	- (-)	50,000 (15,000)	- (-)	- (-)	50,000 (15,000)
6 Share of Profit	- (-)	- (-)	14,898,233 (35,640,522)	- (-)	14,898,233 (35,640,522)
7 Corporate Social Responsibility Expense	- (-)	- (-)	- (-)	3,917,805 (3,083,000)	3,917,805 (3,083,000)
8 Interest on Capital	- (-)	- (-)	16,831,129 (12,636,222)	- (-)	16,831,129 (12,636,222)
9 Drawings during the year	- (-)	- (-)	20,000,000 (-)	- (-)	20,000,000 (-)
Closing balance					
Investment	- (-)	- (-)	200,408,576 (188,679,214)	- (-)	200,408,576 (188,679,214)
Receivables	- (-)	- (-)	650,896 (1,723,835)	- (-)	650,896 (1,723,835)
Payables	2,651,241 (4,821,382)	- (-)	275,848 (110,400)	- (-)	2,927,089 (4,931,782)

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2.30 Contingent Liabilities and Other Commitments

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
a) Disputed Sales Tax Demand [Refer Note 2.30.1]	12,785,339	12,785,339
b) Disputed Income Tax Demand [Refer Note 2.30.2]	14,142,139	11,446,804
c) Counter Guarantees issued by the company for the guarantees issued by the banks	20,156,565	13,004,692
Total	47,084,043	37,236,835

2.30.1 The above demands of sales tax are disputed by the Company and the matters are pending in appeals before appellate authorities. The Company has been legally advised that these demands are not tenable in law and the company is hopeful of getting full relief and hence no provision has been made thereof.

2.30.2 Represents demand in respect of which rectification petition for mistake apparent from records filed and pending before assessing authority and the demand proposed to be settled under the 'Vivad Se Vishwas' Scheme under Income Tax.

2.31.1 Particulars of Materials consumed during the year

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
a) Raw Materials	206,214,716	307,912,564
b) Winding Wire	77,199,981	84,476,550
c) Precious Materials	18,742,847	21,492,591
d) Components	259,722,335	225,530,729
e) Other items	19,612,478	74,043,104
Total	581,492,357	713,455,538

The above does not include materials consumed for Research & Development.

2.31.2 Particulars of CIF Value of Imports purchased

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
a) Raw Materials & Components	315,515,877	455,462,140
b) Spares	106,503	1,496,982
c) Capital Goods	13,040,921	53,356,569
Total	328,663,301	510,315,691

2.31.3 Materials & Spares Consumed

Particulars	For the year ended 31.03.2020		For the year ended 31.03.2019	
	%	(Rs.)	%	(Rs.)
Materials				
a) Imported	60	350,733,116	63	450,892,754
b) Indigenous	40	230,759,241	37	262,562,784
Total	100	581,492,357	100	713,455,538
Spares				
a) Imported	1	118,565	9	1,578,665
b) Indigenous	99	17,508,984	91	16,096,200
Total	100	17,627,549	100	17,674,865

The above does not include materials and spares consumed for Research & Development.

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2.31.4 Particulars of Finished Goods

Particulars	Sales (Rs.)	Closing Inventory (Rs.)	Opening Inventory (Rs.)
a) Switches	27,470,169 (52,190,068)	521,689 (55,017)	55,017 (135,437)
b) Relays	1,183,832,664 (1,359,456,830)	14,937,158 (21,308,886)	21,308,886 (13,066,992)
c) Stock in Trade	- (-)	- (1,654,965)	1,654,965 (1,692,270)
d) Others	2,747,379 (2,416,987)	- (-)	- (-)
Total	1,214,050,212	15,458,847	23,018,868
Previous Year	(1,414,063,885)	(23,018,868)	(14,894,699)

2.31.4.1 The above does not include sale of finished goods from Research & Development.

2.31.5 Expenditure in foreign currency on account of

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Discount and commission on sales	223,160	560,445
Product Testing	473,511	494,201
Travel	101,540	801,704
Royalty	65,598	132,243
Total	863,809	1,988,593

2.31.6 Earnings in Foreign Exchange

Particulars	For the year ended 31.03.2020 (Rs.)	For the year ended 31.03.2019 (Rs.)
Export of goods calculated on FOB basis (Net of write off)	66,539,410	101,555,815
Commission	285,413	671,366
Total	66,824,823	102,227,181

2.31.7 In the opinion of the Directors, Loans and Advances and Other Current Assets have the value at which they are stated in the Balance Sheet, if realised in the ordinary course of business.

2.31.8 Dividend to Non-Resident Shareholders

	2019-20	2018-19
i) Number of Non-Resident Shareholders	14	14
ii) Number of shares held by them	295231	295231
iii) Year to which the dividend related	2018-2019	2017-2018
iv) Dividend remitted in Foreign Currency during the year	Nil	Nil

O/E/N India Limited

2.32 Following the global outbreak of Coronavirus (COVID-19) pandemic, on 24th March 2020, the Government of India had ordered a complete nationwide lockdown which had been extended for further periods with certain specified relaxations. The automotive industry, the major contributor to the company's revenue, has been severely impacted by the pandemic, which has also affected the operations of the company. However, having regard to the subsequent relaxations which are being allowed in a phased manner and the trends in the overall business environment, the management expects operations to steadily improve in the future.

The management has taken into account the possible impact of all known events arising from the pandemic in the preparation of the financial statements, including recoverability of assets, impact on revenue and expenses and all other key aspects as at the Balance Sheet date. Having regard to the assumptions and management estimates, no further adjustments are considered necessary in the accounts at this stage. Nevertheless, given the uncertainties associated with the pandemic, the company will continue to monitor all significant changes closely in the future as well.

2.33 Figures have been rounded off to the nearest rupee. Previous year figures, unless otherwise stated are given within brackets and have been re-grouped and recast wherever necessary to be in conformity with current year's layout.

As per our separate report of even date attached

For VARMA AND VARMA
(FRN:004532S)

Sd/-

(VIJAY NARAYAN GOVIND)

Partner

CHARTERED ACCOUNTANTS

Memb. No. 203094

Place : Kochi - 682 019

Date : 22nd October 2020

For and on behalf of Board of Directors

PAMELA ANNA MATHEW Sd/-
Chairman & Managing Director [DIN : 00742735]

VENU NALLUR Sd/-
Director [DIN : 00004873]

SAJU VARGHESE Sd/-
General Manager - Finance

NISHA T.P. Sd/-
Company Secretary [Memb. No. A38197]

Progress through the years

	(In millions of Rupees)									
	2010-11	2011-12	2012-13	2013-14	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20
WHAT THE COMPANY OWNED:										
FIXED ASSETS:										
Gross Block	657.229	703.829	822.326	867.702	965.257	1140.851	1233.367	1328.654	1405.033	1476.724
<i>Less:</i> Depreciation	371.125	406.508	442.880	483.226	525.777	552.625	600.527	660.979	677.114	743.518
Net Block	286.104	297.321	379.446	384.476	439.480	588.226	632.840	667.675	727.919	733.206
CURRENT ASSETS:										
Current Assets, Loans and advances	343.991	409.234	356.636	383.596	419.442	517.475	636.745	717.228	707.540	712.415
<i>Less:</i> Current Liabilities & Provisions	156.150	177.390	160.328	187.731	205.783	246.326	259.363	294.289	261.380	277.762
Net Current Assets	187.841	231.845	196.308	195.865	213.659	271.149	377.382	422.939	446.160	434.653
INVESTMENT	95.347	142.891	168.889	234.966	254.669	296.580	381.589	418.499	425.113	478.206
TOTAL ASSETS (NET)	569.292	672.057	744.643	815.307	907.808	1155.955	1391.811	1509.113	1599.192	1646.065
Less: WHAT THE COMPANY OWED:										
BORROWINGS:										
From Banks/ Financial Institutions	–	–	–	–	–	100.000	149.966	129.330	103.994	78.695
From others	11.903	20.975	14.315	2.781	–	–	–	–	–	–
TOTAL BORROWINGS	11.903	20.975	14.315	2.781	–	100.000	149.966	129.330	103.994	78.695
DEFERRED TAX LIABILITY	23.152	20.025	13.806	19.991	18.268	22.450	33.810	34.616	36.744	54.318
NET WORTH	534.237	631.057	716.522	792.535	889.540	1033.505	1208.035	1345.167	1458.454	1513.052