

ANNUAL REPORT

2019 - 2020

75th
Annual Report



The Western Indian Plywoods Limited

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E-mail: westernply@gmail.com www.wipltd.in

CIN-L20211KL1945PLC001708



BOARD OF DIRECTORS

CHAIRMAN:

Shri. T.Balakrishnan

DIRECTORS:

Smt. Pushya Sitaraman
Shri. Y.H Malegam (up to 12.08.2019)
Shri. Jyothi Kumar B (up to 29.06.2020)
Shri. Ranjith Kuruvila (up to 26.09.2019)
Smt. Radha Unni (w.e.f 13.11.2019)
Shri. Thiruvengadam Parthasarathi (w.e.f 29.06.2020)
Shri. Prasanth Ragunathan (w.e.f 29.06.2020)

MANAGING DIRECTOR:

Shri. P.K Mayan Mohamed

COMPANY SECRETARY & CHIEF FINANCIAL OFFICER:

Shri. R.Balakrishnan

AUDITORS:

M/s. Sankar & Moorthy, Chartered Accountants, Kannur

BANKERS:

State Bank of India
Dena Bank
Canara Bank
Bank of India
Indian Overseas Bank

REGISTRARS:

M/s. Cameo Corporate Services Ltd.
Subramanian Buildings No. 1, Club House Road
Chennai-600 002 Tel: 044 - 28460390

REGISTERED OFFICE:

Mill Road, Baliapattam
Kannur - 670010, Kerala.
Tel: 0497-2778151 (4 lines)
Fax: 0497-2778181.
E-mail: westernply@gmail.com, secretarial.westernply@gmail.com
Web: www.wipltd.in
CIN-L20211KL1945PLC001708

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DIRECTORS' REPORT

We are pleased to present the report on our business and operations for the year ended 31st March, 2020.

1. Financial Summary

(Rs. in Lakhs)

PARTICULARS	Financial Year Ended	
	31.03.2020	31.03.2019
Revenue from Operations	9239.08	9797.53
Operational Expenditure	8640.49	9047.98
Operating profit before Depreciation, Interest, Tax & Exceptional Item	598.59	749.55
Finance Cost	222.38	294.25
Depreciation and amortization expense	214.21	205.18
Other Income	67.70	51.60
Exceptional Items	-	-
Profit Before Tax	229.70	301.72
a) Current Tax	86.45	77.87
b) Deferred Tax & Others	(24.29)	8.72
Profit After Tax	167.54	215.13
Total Comprehensive Income	100.99	225.26

2. Company's Performance

During the year 2019-20, the company achieved gross revenue from operations of Rs 9239.08 Lakhs as against Rs. 9797.53 Lakhs and Profit after Tax of Rs 167.54 Lakhs for the year under review as against Rs 215.13 Lakhs during the previous year. The segment wise performance of the Company is detailed under the Section Management Discussion and Analysis which forms part of this Annual Report. The Government had imposed lockdown due to Covid-19 pandemic from 22nd March 2020 onwards. The Company could restart its operations during the second week of May 2020. Covid-19 has also led to lockdown across the globe which has impacted adversely the production and sales during April and May 2020. The Company believes that the disruption in demand is temporary in nature and do not foresee any long term challenges on demand front out of Covid-19.

3. Change in Share Capitals

During the year, no shares have been issued by the Company.

4. Appropriation made from the profits

- a. Transfer to Reserves: Transfer to Capital Redemption Reserve-NIL
- b. Dividend

No Dividend was recommended for the year 2019-20 due to the present market conditions on account of Covid-19 and plans for capital expenditure

5. Transfer of Unpaid/ Unclaimed Dividend & Share Application Money to Investor Education and Protection Fund (IEPF)

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013 ("the Act") unclaimed/unpaid dividend of Rs 7,06,001/- which was lying in the Unpaid Dividend Account for the financial year 2011-12 was transferred, during the year under review, to IEPF.

Reminders were sent to the Shareholders who have not claimed the dividends for earlier years to claim the same from the Company failing which, the unclaimed dividend lying in the unpaid account for seven years will be transferred to IEPF after the due date for transfer. Unclaimed dividend in respect of the financial year 2012-13 will be due for transfer to IEPF on 19th September, 2020.

6. **Transfer of Equity Shares to Investor Education Protection Fund Authority (IEPFA)**

In terms of Section 124(6) of the Act read with Rule 6 of the IEPFA (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time), shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Demat Account of IEPFA within a period of thirty days of such shares becoming due for transfer. Upon transfer of such shares, all benefits (like dividend, bonus, split consolidation etc.), if any, accruing on such shares shall also be credited to the Account of IEPF and the voting rights on such shares shall remain frozen till the rightful owner claims the shares. Shares which were transferred to the Demat Account of IEPFA can be claimed back by the shareholder by following the procedure prescribed under the aforesaid rules. During the year under review, the Company has transferred 1,77,420 equity shares to IEPFA as dividend had not been encashed or claimed on the above shares during the seven consecutive years from the financial Year 2011-12 to 2017-18.

7. **Public Deposit**

The Company has not accepted any deposit within the meaning of Chapter V of the Act and the Rules framed thereunder.

8. **Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.**

There are 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 report.

9. **Change in the Nature of Business, if any**

There was no change in the nature of business of the Company during the Financial Year 2019-20.

10. **Significant or Material Orders passed by Regulators /Courts / Tribunals**

During the year under review, there were no significant or material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

11. **Board of Directors & it's Committees**

a. **Composition of the Board of Directors**

The present Board consists of Shri T Balakrishnan as Chairman, Smt Pushya Sitaraman, Smt Radha Unni(w.e.f 13th November, 2019), Shri Prasanth Ragunathan (Nominee Director, w.e.f 29th June 2020) and Shri Thiruvengadam Parthasarathi(w.e.f 29th June, 2020) as directors. Shri P K Mayan Mohamed is the present Managing Director. Shri T Balakrishnan, Smt Pushya Sitaraman, Smt Radha Unni and Shri Thiruvengadam Parthasarathi are the independent directors of the Company, The Company has also complied with Section 149(1) of the Companies Act regarding appointment of women director.

Mr. Ranjith Kuruvila, a Promoter Director passed away on 26-09-2019. His valuable contribution during the period was appreciated by the Board.

Five year term of Mr. Y H Malegam as Independent Director ended on 12-08-2019 and he had expressed his inability to continue as Director due to old age. The Board appreciated his valuable advice and service rendered.

Mr. Prasanth Raghunathan (DIN: 02113647) was appointed as Nominee Director of KSIDC in place of Mr. Jyothikumar B P on 29th June 2020 and Mr. Thiruvengadam Parthasarathi (DIN: 00016375) also joined the Board of Directors on 29th June 2020.

b. Details of Directors & KMP

Details of the same have been given in Corporate Governance Report.

c. Declaration by Independent Directors

The Company has received necessary declarations from the Independent Directors stating that they meet the criteria of independence as specified in Section 149(6) of the Companies Act

d. No of Meeting of Board of Directors

The Board of Directors of the Company met 4 times during the financial year 2019-20 on 21st May 2019, 13th August, 2019, 13th November 2019 and 11th February 2020.

During the year under review, meetings of Sub- Committees of the Board were also held. The intervening gap between the meetings was within the period prescribed under the Act and the Listing Regulations. The details of the Meetings are given in the Report on Corporate Governance which forms part of this Report.

Pursuant to the requirements of Schedule IV to the Act and the Listing Regulations, a separate Meeting of the Independent Directors of the Company was held on February 11, 2020, and the Directors reviewed and assessed the matters enumerated under Schedule IV(VII)(3) to the Act and Regulation 25(4) of the Listing Regulations. All the Independent Directors attended the meeting.

e. Committees of the Board.

The sub-committees of the Board comprise of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee and the same is dealt with in the Corporate Governance Report which forms part of this Annual Report.

f. Performance Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board Committees and individual Directors pursuant to applicable provisions of the Act and the corporate governance requirements as prescribed by applicable Listing Regulations 2015.

The performance of the Board was evaluated after seeking inputs from all the Directors present in the meeting on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The Nomination and Remuneration Committee had evaluated the performance of individual Directors on the basis of criteria such as the contribution of the individual Director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

The Securities and Exchange Board of India (SEBI) vide circular SEBI/HO/CFD/CMD/CIR/2017/004 dated 5th January, 2017, issued a Guidance Note on Board Evaluation about various aspects involved in the Board Evaluation process to benefit all stakeholders. While evaluating the performance the above guidance note was considered. Performance evaluation of Independent Directors was carried out by the entire board, excluding the Independent Director being evaluated.

The details of program for familiarization of independent directors of your company are available on your company's website www.wipltd.in

g. Directors Responsibility Statement

Pursuant to the provisions under Section 134(5) of the Act, with respect to Directors' Responsibility Statement, the Directors confirm:

- That In the preparation of the Annual Accounts, the applicable accounting standards have been followed and that no material departures have been made from the same;
- That they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profits of the Company for that period;

- That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
 - That they have prepared the annual accounts on a going concern basis;
 - That they have laid down internal financial controls for the Company and such internal financial controls are adequate and operating effectively; and
 - That they have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively
- h. Directors and Key Managerial Personnel**
- a. The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of the independence as prescribed both under section 149(6) of the Companies Act, 2013 and under Regulation 16 (1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - b. In accordance with the provisions of the Companies Act, 2013, the Independent Directors namely, Shri T Balakrishnan (DIN No.00052922) and Smt Pushya Sitaraman (DIN No.06537196) were reappointed for a period of 5 years in the AGM held in September 2019.
 - c. Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel (“KMP”) of the Company during the year were – Shri. P K Mayan Mohamed, Managing Director, Shri. R Balakrishnan, CFO & Company Secretary.

12. Audit Related Matters

a. Statutory Auditors

M/s. Sankar & Moorthy, Chartered Accountants, Kannur, (Firm Registration Number – 003575S) were appointed as Statutory Auditors of the Company for a period of five consecutive years at the Annual General Meeting (AGM) of the Company held on September 13, 2017, to hold office from the conclusion of 72nd AGM till the conclusion of 77th AGM to be held in the year 2022, on a remuneration to be fixed by the Board of Directors.

Re-appointment was made subject to ratification by the Members at every subsequent AGM held during the tenure of re-appointment. Pursuant to the amendment made to Section 139 of the Act by the Companies (Amendment) Act, 2017, effective from May 07, 2018, the requirement of seeking ratification of the members for the appointment / re-appointment of the Statutory Auditors has been withdrawn from the Statute. Hence, the resolution seeking ratification by the members for re-appointment of statutory Auditor at the ensuing AGM is not being sought.

The Auditors’ Report for the financial year 2019-20 does not contain any qualification, reservation or adverse remark. The Auditors’ Report is enclosed with the financial statements in the Annual Report.

b. Secretarial Auditors

The Board of Directors, pursuant to the provisions of Section 204 of the Companies Act, 2013, appointed Mr. Sandeep Kumar S, practising Company Secretary, Kochi, as the Secretarial Auditor of the Company, to carry out the Secretarial Audit for the Financial Year 2019-20. The Secretarial Audit Report submitted by them in the prescribed form MR-3 is attached as **Annexure-1** to this Report.

The Secretarial Auditors has confirmed that the Company has complied with the provisions of applicable act, rules etc, The Company’s reply to the observation made is as follows.

i. The entire shareholding of Promoters and Promoter Groups are not in dematerialised form.

The Company had requested several times to the shareholders coming under the promoter group for demating the shares and some of them are in the process of dematerialization. Some of the shareholders under the promoter group had expired and the transmissions of shares have not yet taken place.

ii. Updation of charges maintained by the Ministry of Corporate Affairs

These relate to loans which were fully repaid more than 20 years ago. Most of the lenders are no longer in existence. It is presumed that all relevant forms were filed at the relevant time. The audited Balance sheet does not show any such loan outstanding.

13. Reporting of Frauds.

During the year under review, neither the statutory auditors nor the secretarial auditors has reported to the Audit Committee, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees.

14. Policy Matters

a. Nomination, Remuneration and Evaluation Policy

Pursuant to the provisions of Section 178(3) of the Companies Act, 2013 the Nomination and Remuneration Committee of the Company has formulated and recommended to the Board a policy containing the criteria for determining qualifications, positive attributes and independence of a director and the remuneration for the directors, Key Managerial Personnel and other employees ensuring that it covers the matters mentioned in Section 178(4) of the Act.

The Company has devised the Nomination and Remuneration Policy for the selection, appointment and remuneration of Directors, Key Managerial Personnel and also remuneration of other employees including Senior Management employees who have the capacity and ability to lead the Company towards achieving sustainable development. The extract of Nomination and Remuneration Policy is provided in the Corporate Governance Report and forms part of Board's Report.

The Criteria for appointment and remuneration of Directors is as under:

(i) Criteria for Appointment of Managing Director / Whole Time Director/ Director:

The Nomination and Remuneration Committee shall identify persons of integrity who possess relevant expertise and experience particularly in Industry, leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.

(ii) Criteria for Appointment of Independent Director:

The Independent Director shall be of high integrity with relevant expertise and experience so as to have as diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.

Nomination Remuneration and Evaluation policy is available on our website www.wipltd.in.

b. Vigil Mechanism/Whistle Blower Policy

The Company has a Whistle Blower policy to enable its employees and Directors to report any genuine grievances, illegal or unethical behavior, suspected fraud or violation of laws, rules and regulations. The Whistle blower also has access to the Audit Committee Chairman.

The said policy has been amended in line with the provisions of Companies Act, 2013 and it provides for adequate protection to the whistle blower against victimization or discriminatory practices. The vigil mechanism is available on your Company's website www.wipltd.in.

c. Corporate Social Responsibility Policy

The Corporate Social Responsibility Rules, 2014 are not applicable to the Company for financial year 2019-20.

d. Risk Management Policy

Risk Management

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses risks in the internal and external environment, along with the cost of treating risks and incorporates risk treatment plans in its strategy,

business and operational plans. The Board members are informed about the risk assessment and minimization procedures. The Board is responsible for framing, implementing and monitoring the risk management plan for the company. The Company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organizational structures, processes, standards, code of conduct and behaviors together govern the business of the Company and manage associated risks. Some of the risks which may pose challenges are set out in the Management Discussion and Analysis which forms part of this Report.

15. Other Matters

a. Significant Changes in Key Managerial Ratios & Return on Net Worth

During the year on a standalone basis there was no significant changes in financial ratios of the company, which are more than 25% as compared to the previous year.

b. Internal Financial Controls

The Company has in place adequate systems of internal control commensurate with its size and the nature of its operations. These have been designated to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensuring compliance of corporate policies.

The Audit Committee of the Board of Directors of the Company reviews the Audit Reports submitted by the internal auditors. Suggestions for improvement are considered and the Audit Committee follows up on corrective action and reviews the positive remedial actions taken, the Audit Committee also meets Statutory Auditors to ascertain, inter – alia, their views on the adequacy of internal control systems and keeps the Board of Directors informed of its major observations, periodically.

c. Financial Position and Performance of Subsidiaries, Joint Ventures and Associates.

In accordance with Section 136(1) of the Act, the Annual Report of your Company containing inter alia, financial statements including consolidated financial statements, has been placed on the Company's website, www.wipltd.in Further, the financial statements of the subsidiaries have also been placed on the Company's website.

Consolidated Financial Statements of the Company are prepared in accordance with Indian Accounting Standards (IND AS) notified under Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Act, (Ind AS compliant Schedule III), as applicable to the consolidated financial statements and forms an integral part of this Report.

Pursuant to Section 129(3) of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of Subsidiary, for the Financial Year 2019-20 is given in Form AOC-1 which forms an integral part of this Annual Report and is given as **Annexure -2**

The audited financial statements including the consolidated financial statements of the Company, audited financial statements in respect of the subsidiary company shall also be kept open for inspection at the Registered Office of the Company from 11.00 A.M. to 1.00 P.M. for a period of 21 days up to the date of the ensuing AGM. The aforesaid documents relating to subsidiary Company can be made available to any member interested in obtaining the same upon a request made to the Company.

d. Any revision made in the financial statements or Boards Report

The Financial Statements were prepared based on IND-AS. The Company has not revised the Financial Statements or Board's Report in respect of any of the three preceding financial years.

e. Employee Stock Option

The Company does not have an Employee stock option Scheme.

f. Code of Conduct

In compliance with Regulation 26(3) of the Listing Regulations and the Act, the Company has framed and adopted Code of Conduct ("the Code") for Directors and Senior Management. The Code provides guidance on ethical conduct of business and compliance of law. The Code is available on the Company's website www.wipltd.in

All Members of the Board and Senior Management personnel have affirmed the compliance with the Code as on March 31, 2020. A declaration to this effect, signed by the Managing Director in terms of the Listing Regulations is given in the Report of Corporate Governance forming part of this Annual Report.

g. Extract of Annual Return

As per the requirements of Section 92(3) of the Act and Rules framed thereunder, the extract of the annual return for FY 2019-2020 is available on the Company's Website www.wipltd.in

h. Management Discussion and Analysis Report

As per the Listing regulations, a detailed review of the developments in the industry, performance of the Company, opportunities and risks, internal control systems, outlook etc. of the Company is given under the head Management Discussion and Analysis Report, which forms part of this Annual Report.

i. Particulars of Loans, Guarantees and investments

During the year under review, no loans, guarantees and investments were made.

j. Related Party Transactions

All Related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially related party transactions made by the Company with Directors, Key Managerial Personnel who may have a potential conflict with the interest of the Company at large.

Where related party transactions took place they were placed before the Audit Committee and also to the Board for Approval. Since all related party transactions entered into by the Company were in the ordinary course of business and on arm's length basis, Form AOC-2 is not applicable to the Company.

In accordance with the requirements of the Listing Regulations, the Company has also adopted the Policy on Materiality and dealing with Related Party Transactions and the same has been placed on the website of the Company at www.wipltd.in. The Company does not have a material unlisted subsidiary as defined under Regulation 16(1)(c) of the Listing Regulations.

k. Listing of shares

The equity shares of the Company are listed with National Stock Exchange of India Ltd. The listing fee for the financial year has been paid to the stock exchange.

l. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The information pertaining to conversation 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 3** and forms part of this Report.

m. Remuneration Details of Directors, Key Managerial Personnel and Employees

None of the directors, Key Managerial Personnel and other employees is in receipt of remuneration exceeding the limits prescribed under Sections 134 and 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended. The information required under Section 197(12) of the Companies Act 2013 read with Rule 5(1) of the Companies (Appointment and remuneration of managerial personnel) Rules, 2014 in respect of the company have been given in the **Annexure-4**.

n. Disclosure as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company is committed in providing and promoting a safe and healthy work environment for all its employees. It has zero tolerance towards sexual harassment at the workplace and has adopted a policy for 'Prevention and Redressal of Sexual Harassment at the Workplace' in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed there under for prevention and redressal of complaints of sexual harassment at work place along with a structured reporting and redressal mechanism. The Company has also constituted an Internal Complaints Committee in compliance with the provisions of section 4 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to inquire into complaints of sexual harassment and recommend appropriate action. The policy has been circulated among the employees of the Company and the same is exhibited in the notice Board of the Company. During the year under review, the Company has not received any complaint of sexual harassment.

o. The Company has complied with the applicable secretarial standards.

p. Maintenance of Cost Records:

The Company is not required to maintain cost accounting records as per Section 148(1) of the Companies Act, 2013 for this accounting year.

16. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Board has formulated code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Fair Disclosure Code") for fair disclosure of events and occurrences that could impact price discovery in the market for the Company's securities and to maintain the uniformity, transparency and fairness in dealings with all stakeholders and ensure adherence to applicable laws and regulations. The copy of the same is available on the website of the Company at www.wipltd.in.

17. Prevention of Insider Trading

The Board has formulated code of conduct for regulating, monitoring and reporting of trading of shares by Insiders. This code lays down guidelines, procedures to be followed and disclosures to be made by the insiders while dealing with shares of the Company and cautioning them on consequences of non-compliances.

18. Acknowledgement

The Board wishes to place on record its sincere appreciation to the Company's customers, vendors, central and state government bodies, auditors, registrar, bankers and KSIDC for their continued support to the Company during the year under review. The Directors also wish to place on record their appreciation for the dedicated efforts of the employees at all levels. Finally, the Board expresses its gratitude to the members for their continued trust, co-operation and support.

On Behalf of the Board of Directors

Kannur
13.08.2020

T Balakrishnan
Chairman

ANNEXURE-1

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st March 2020

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members
THE WESTERN INDIA PLYWOODS LIMITED
CIN: L20211KL1945PLC001708
MILL ROAD BALIAPATAM CANNANORE
KERALA- 670010, INDIA

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. **THE WESTERN INDIA PLYWOODS LIMITED**, bearing CIN: L20211KL1945PLC001708 (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

In view of the situation emerging out of the outbreak of COVID-19 Pandemic, I could not examine physical documents, records & other papers etc. of the Company for the year ended March 31st 2020. The documents/records were verified in electronic mode and I have relied on the representations received from the Management for its accuracy and authenticity.

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 and made available to me through electronic means, according to the provisions of:

1. The Companies Act, 2013 and the rules made thereunder
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under
3. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment
4. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - i. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - ii. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
 - iii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

I have also examined compliance with the applicable provisions of:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited;
1. During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines etc mentioned above subject to the following observations:
 - i) The entire shareholding of Promoters and Promoter Groups are not in dematerialised form.

- ii) *The Register of Charges, as maintained by the Company and also evidenced in the website of the Ministry of Corporate Affairs requires updating as returns/forms relating to many of the charges satisfied and not appearing in the Balance Sheet for years together are yet to be filed by the Company.*

I further report that, during the year under report,

- i). The Company received a Show cause notice bearing F.No. C/RC403/53/20 19/204/16-17 dated: 04th November, 2019 from the Office of the Director General Corporate Affairs, New Delhi for the contravention of section 204 of the Companies Act, 2013 read with rule 9 of companies (appointment and remuneration of managerial personnel) rules, 2014 with reference to the non-disclosure of Secretarial Audit Report in the .xml file attached to the E-Form AOC-4 XBRL filed for the financial year ended 31st March 2017. The Company has duly filed its reply vide letter dated 11th November 2019 with the clarification that the mishap was solely on account of clerical oversight and there was no wilful default or male fide intention on part of the Company and that the Company had already complied with requirement of Annual Secretarial Audit and published the report in Form MR – 3 in the Annual Report sent to the shareholders for the financial year ended 31st March 2017.
 - ii). The company has transferred unclaimed dividend amount and the shares in respect of which dividend has not been paid or claimed for the seven consecutive years or more to the Investor Education and Protection Fund in compliance with the provision of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015
 - iii). No queries were raised by the Stock Exchange for clarification by the Company.
 - iv). The Compliance Certificate reflected in the National Stock Exchange shows that there is a delay in the submission of periodic compliances and disclosures as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 viz. Investor Grievance Report (Regulation 13(3)), Financial Results (Regulation 33(3)(a)), Share Transfer Agent (Regulation 7 (3)), Transfer or transmission or transposition of securities (Regulation 40 (10)), Financial Results (Regulation 33(3)(d)) and Reconciliation of Share Capital Audit (Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996 for the Quarter/half year/period ended 31st March 2020. However, the Company has submitted all the compliances and disclosures within the extended due date permitted vide SEBI Circular No. 'SEBI/HO/CFD/CMD1/CIR/P/2020/38' dated March 19, 2020 being relaxation from compliance stipulations due to the prevailing pandemic situation of COVID -19.
2. In respect of other applicable Acts, Laws, Rules and Regulations including Acts relating to employees and labour regulations, welfare and connected activities, specifically applicable to the Company, I have relied on information/ records /compliance checklists duly certified and produced by the Company through electronic mode during the course of audit and the reporting is limited to that extent. It is confirmed by the Management that the Company has devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.
 3. Since the company has engaged Statutory Auditors and Internal Auditors for the period under review, I am not reporting on the areas exclusive to them like Compliances under the Income Tax Act, VAT, GST and other relevant areas under the Direct and Indirect Tax Laws.
 4. I further report that:
 1. The Board of Directors of the Company is constituted with Executive Directors and Independent Directors. During the period under report, the following changes in the composition of Board of Directors of the Company were carried out in compliance with the provisions of the Act.
 - i. Mr. Ranjith Kuruvilla (DIN: 00246757), ceased to be the Director of the Company consequent to his demise on 26th September 2019. However, as on 31st March, 2020, the Company has not appointed any Non-executive Directors to the Board of Directors of the Company, who shall be liable to retire by rotation as required under Section 152 (6) and (7) of Companies Act, 2013.
 - ii. The Company has re-appointed Mr. T. Balakrishnan holding DIN: 00052922 and Ms. Pushya Sitaraman holding DIN: 06537196 as Independent Directors to hold office for 5 (Five) consecutive years on the Board of the Company w.e.f.12th August 2019 in terms of sections 149, 150, 152 of the Companies Act 2013 and rules made there under.
 - iii. The tenure of Mr. Y H Malegam (DIN: 00092017) Independent Director expired on 12th August 2019.

- iv. The Company has appointed Mrs. Radha Unni (DIN: 03242769) as an Independent Director on the Board of the Company w.e.f.13th November 2019 in terms of sections 149, 161 of the Companies Act 2013 and rules made thereunder.
2. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. All the decisions taken at the Board and Committee Meetings were properly captured and recorded in the minutes. As per the minutes of the meetings, the decisions of the Board and Committees were unanimous and no dissenting views have been recorded.
3. Based on the information provided and representation made by the Company, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
4. There is scope for improving the systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place: ERNAKULAM
Date: 10-08-2020
UDIN: F008348B000565905

SANDEEP KUMAR S
PRACTISING COMPANY SECRETARY
B.A.L , LLB , FCS , MBA
CP NO: 9450 , FCS NO : 8348

ANNEXURE-2 FORM AOC-1

(Pursuant to first Provision to sub section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014 Statement containing salient features of the Financial Statement of Subsidiaries/Associate Companies/Joint Ventures

PART A: SUBSIDIARIES

(Information in respect of each subsidiary to be presented with Amount in Rs in Lakhs)

Sl.No	Particulars	Name of the subsidiary			
		The Kohinoor Saw Mills Co Ltd	Southern Veneers & Woodworks Ltd.	ERA & WIP Timber JV SDN BHD	Mayabandar Doors Ltd
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A	N.A	N.A	N.A
2	Reporting currency and Exchange Rate as on the last date of the relevant financial year in the case of foreign subsidiaries	N.A	N.A	MYR1 MYR = INR 16.30	N.A
3	Share Capital	5.00	50.00	392.25	111.75
4	Reserves & Surplus	(13.19)	(30.44)	12.67	(645.84)
5	Total Assets	2.53	21.56	444.02	152.56
6	Total Liabilities	2.53	21.56	444.02	152.56
7	Investments	-	-	-	-
8	Turnover	-	-	517.67	373.61
9	Profit before Taxation	0.20	(17.78)	(27.99)	(13.57)
10	Provision for Taxation	0.05	-	(2.14)	-
11	Profit after Taxation	0.15	(17.78)	(25.85)	(13.57)
12	Proposed Dividend	-	-	-	-
13	% of Shareholding	90.82%	100%	65.87%	88.68%

PART B : ASSOCIATES/JOINT VENTURE Not Applicable

ANNEXURE-3

(A) CONSERVATION OF ENERGY

- a) Energy conservation measures taken:
1. Identified substantial electrical energy saving by introducing VFDs for LP Pumps in both Hardboard plant (Implemented)
 2. Condition of Defibrator segments are regularly observed and are replaced with new/re-conditioned ones whenever-required.
 3. CIBI Chipper is put into operation and main Chipper is put off to reduce electricity consumption during peak hours.
 4. Replaced all defective capacitors to improve power factor.
- b) Additional investments / proposals being implemented for reduction of Consumption of energy:
1. Introduction of Combloc (Thermax) wood fired steam boiler capable of generating 6Tons/hr. for increasing the efficiency of hydraulic presses in both Hardboard and Densified wood section.
 2. Identification of wastage of Steam, air & water and implementation of corrective measures.
 3. Awareness to be created among plant operators on regular basis to reduce the idle running of higher HP Motors.

(B) TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION

Efforts made in brief towards technology absorption, adaptation& innovation

- The major project supported by BIRAC, Govt. of India with a Grant-in-Aid, for utilization of Paper Mill Sludge(PMS) obtained from BNPM, a currency paper manufacturing unit owned by the Govt. of India in Mysore, in the manufacturing of hardboards and softboards, entered into the third and final phase after the successful completion of the second phase.
- Developed a Highly Densified Bamboomat-Veneer Floorboard as a substitute for Resin-treated Compressed Wood Laminates (Compreg) which is ideal for flooring, partitions, fabrication of cabins, etc.
- Developed durable moulded products using bamboo-mat impregnated with thermosetting resin
- Developed eco-friendly boxes for horticultural produce using hardboard. This product is an effective alternative to plastic packing materials, with wide market potential for apples, grapes and stone fruits
- Lab scale trials on developing phenolic resin-impregnated softboard

Benefits derived as a result of the above efforts

- The project supported by BIRAC, Govt. of India is in the final stages. The company has been able to achieve considerable savings by reducing the cost of pulp production with the use of higher levels of PMS at 15% level in the manufacturing of the fibreboards. It helped to reduce the accumulation of solid wastes in the BNPM facility contaminating the environment and also offered new revenue streams for both the industries involved in waste generation as well as its utilization
- The new products, Densified Bamboomat-Veneer Floorboard and durable moulded products using bamboo-mat have been added successfully to the products list of the company
- The company can effectively use the off-cuts and unsized boards for making the eco-friendly boxes
- Study on impregnating softboard with phenolic resin established its potential for developing a durable material with improved resistance to moisture and fungi

R&D HIGHLIGHTS FOR 2019-2020

1. **Specific areas in R&D carried out by the Company:** Development of Wood-based panel products, Wood preservation, Synthetic adhesives and Waste management
2. **Benefits derived as a result of the above R&D:** New product development, cost reduction and recognition of excellence relating to wood-based panel products and waste recycling.
3. **Future plan of action:** *To undertake new research projects on:*
 - a) Development of biodegradable plant nursery polybags from industrial lignocellulosic wastes
 - b) Development and study of bamboo sheath-based composites
 - c) Surface modification of plywood

EXPENDITURE ON R & D:

a) Capital	:	Nil
b) Recurring (Salaries)	:	27.11 Lakhs
c) Others	:	1.73 Lakhs
d) Total R & D	:	28.84 Lakhs
e) % of Total Turnover	:	0.31%

ISO CERTIFICATION

The Certification for ISO 9001-2015 was done by M/s Bureau Veritas Certification (I) private Ltd and the certificate for manufacturing and sales of Hardboard, Wiplac, pre-finished Boards, Plywood, Blockboard, Flush Doors, Densified Wood products and pre-compressed Press Boards is valid up to October 2020

FOREIGN EXCHANGE EARNINGS AND OUTGO:

(Rs in Lakhs)

	2019-20	2018-19
Foreign Exchange Earned-FOB	1934.56	1901.63
Expenditure in Foreign Exchange		
Raw Materials	482.21	424.98
Spares	26.94	-
Commission	9.62	21.99
Other Matters	5.90	3.69

ANNEXURE-4

(Details pursuant to Provision of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

Relevant Clause u/r 5(1)	Prescribed Requirement	Particulars						
(1)	Ratio of the remuneration of Managing director to the median remuneration of the employee of the company for the Financial year.	<table> <tr> <td><u>Name</u></td> <td><u>Ratio to Median</u></td> </tr> <tr> <td>Shri P K Mayan Mohamed</td> <td>22.16</td> </tr> </table>	<u>Name</u>	<u>Ratio to Median</u>	Shri P K Mayan Mohamed	22.16		
<u>Name</u>	<u>Ratio to Median</u>							
Shri P K Mayan Mohamed	22.16							
(2)	Percentage increase in remuneration of each Director, Chief Financial officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial year	<table> <tr> <td><u>Name</u></td> <td><u>% increase in the CTC</u></td> </tr> <tr> <td>Shri P K Mayan Mohamed</td> <td>0%</td> </tr> <tr> <td>Shri R Balakrishnan(CFO & CS)</td> <td>4.10%</td> </tr> </table>	<u>Name</u>	<u>% increase in the CTC</u>	Shri P K Mayan Mohamed	0%	Shri R Balakrishnan(CFO & CS)	4.10%
<u>Name</u>	<u>% increase in the CTC</u>							
Shri P K Mayan Mohamed	0%							
Shri R Balakrishnan(CFO & CS)	4.10%							
(3)	Percentage increase in the median remuneration of employees in the Financial year.	10.75%						
(4)	Number of permanent employees on the rolls of the Company	239 in FY 2019-20(298 in FY 2018-19)						
(5)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Average percentage increase made in the salary of employees other than the Key managerial personnel in the financial year was 22%.						
(6)	Affirmation that the remuneration is as per the remuneration policy of the company.	The remuneration Paid by the Company during the financial year 2019-20 is as per the Remuneration Policy of the Company.						

REPORT ON CORPORATE GOVERNANCE

The Board of Directors present the Report on the compliance of Corporate Governance for the financial year ended 31.03.2020.

CORPORATE GOVERNANCE PHILOSOPHY

As an ISO 9001-2015 unit engaged in manufacture and sale of a range of wood products, the Company assures product quality and accountability and integrity in its operation and also in its relation with shareholders, customers, employees, Government and other business associates.

GOVERNANCE STRUCTURE

The Company's Governance Structure comprises a dual layer, the Board of Directors and the Committees of the Board at the apex level and the Management Team at an operational level. The Board lays down the overall Corporate Objectives and provides direction and independence to the Management Team to achieve these objectives within a given framework. This professional management process results in building a conducive environment for sustainable business operations and value creation for all stakeholders.

The Board of Directors and the committees of the Board play a fundamental role in upholding and furthering the principals of good governance which translates into ethical business practices, transparency and accountability in the Company's dealing with its stakeholders and in the utilization of resources for creating sustainable growth to the benefit of all the stakeholders. The Board within the framework of law, discharges its fiduciary duties of safeguarding the interests of the Company. The Boards composition and size is robust and enables it to deal competently with emerging business development issue and exercise independent judgment.

Committee of Directors assists the Board of Directors in discharging its duties and responsibilities. The Board has constituted the following Committees viz. Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee and Share Transfer Committee which are mandatory Committees.

The Management Structure for the day-to-day business operations and management of the Company are in place with appropriate delegation of powers and responsibilities.

CORPORATE GOVERNANCE PRACTICE

The Company strives towards ensuring transparency and professionalism in all decisions and spheres of operation, achieving excellence in Corporate Governance by conforming to the prevalent mandatory guidelines on Corporate Governance.

ROLE OF COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring that the Board and Committees procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and Senior Management for effective decision making at the Meetings. The Company Secretary is primarily responsible for assisting and advising the Board in conducting the affairs of the Company, to ensure the compliances with applicable statutory requirements, to provide guidance to Directors and to facilitate convening of Meetings. The Company Secretary interfaces between the Management and regulatory authority for governance matters.

BOARD OF DIRECTORS

Composition:

The Board comprises of eminent persons with considerable professional experience in various fields. The Details of Board Composition as on 31.03.2020 are appended below.

Name & Position of the Director	Category	No of Shares held in WIP	Attendance at		Directorships & Chairmanship/ Membership in Board Committees in other public Companies including WIP as on 31.03.2020*		
			Board Meeting	Last AGM	Director	Committee Member	Committee Chairman
Shri T Balakrishnan Chairman	Non-Executive Independent	-	4	Yes	6	4	1
Smt Pushya Sitaraman Director	Non-Executive Independent	-	4	-	5	2	1
Shri P K Mayan Mohamed Managing Director	Promoter, Executive	92610	4	Yes	4	2	-
Smt. Radha Unni Director (w.e.f. 13.11.2019)	Non-Executive Independent	-	1	-	8	5	1
Shri Jyothi Kumar B. Nominee Director (Ceased on 29-06-2020)	Nominee KSIDC (Lender)	-	1	-	-	-	-
Shri Ranjit Kuruvilla Director (Ceased on 26-09-2019)	Non- Executive Director	202610	1	-	-	-	-
Shri Y H Malegam Director (Ceased on 12-08-2019)	Non-Executive Independent	3140	1	-	-	-	-

*Committee positions only of the Audit Committee and Stakeholders Relationship Committee in Companies has been considered.

Mr. Ranjith Kuruvila, a Promoter Director passed away on 26-09-2019. His valuable contribution during the period was appreciated by the Board.

Five year term of Mr. Y H Malegam as Independent Director ended on 12-08-2019 and he had expressed his inability to continue as Director due to old age. The Board appreciated his valuable advice and service rendered.

Mr. Prasanth Raghunathan (DIN: 02113647) was appointed as Nominee Director of KSIDC in place of Mr. Jyothikumar B P on 29th June 2020 and Mr. Thiruvengadam Parthasarathi (DIN: 00016375), Independent Director also joined the Board of Directors on 29th June 2020.

DIRECTORSHIP IN OTHER LISTED COMPANIES

Name of the Director	Name of the Listed Company	Category of Directorship	Committee Membership	Committee Chairmanship
Shri T Balakrishnan	Nil	Nil	Nil	Nil
Shri P K Mayan Mohamed	Nil	Nil	Nil	Nil
Smt. Radha Unni	Nitta Gelatin India Limited	Non-Executive Independent Director	Audit	Nil
	Muthoot Capital Services Limited	Non-Executive Independent Director	Audit	Nil
	V Guard Industries Limited	Non-Executive Independent Director	Audit	Chairperson

Smt Pushya Sitaraman	Nil	Nil	Nil	Nil
Shri Jyothi Kumar B. (Ceased on 29-06-2020)	Nil	Nil	Nil	Nil
Shri Ranjit Kuruvilla (Ceased on 26-09-2019)	Nil	Nil	Nil	Nil
Shri Y H Malegam (Ceased on 12-08-2019)	Nil	Nil	Nil	Nil

FAMILIARISATION PROGRAMME

The Company has fully recognized the need of keeping the Directors especially the Independent Directors abreast of the changes in the corporate sector, be it any new trends and mandates in Corporate Governance practices, or the governing legal provisions in the corporate law. In that direction, the company has, at the time of appointment of Independent Directors issued them formal letters of appointment which explains the role, function, duties and responsibilities expected of them as Director of the Company. It is also explained in detail to the Director, the compliances required from him under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 and his affirmation taken in respect of the same. The Company wishes to follow this up with required training for the Directors in relevant disciplines. The web link where details of Familiarization Programme imparted to Independent Director disclosed is: [http://wipltd.in/doc/95Familiarisation-ProgramApr20%20\(1\).ocr.pdf](http://wipltd.in/doc/95Familiarisation-ProgramApr20%20(1).ocr.pdf). In the opinion of the Board, It is confirmed that all the Independent Directors fulfill the condition specified in the LODR regulations and are Independent of the Management.

SKILL, EXPERTISE AND COMPETENCIES FOR THE EFFECTIVE FUNCTIONING OF THE COMPANY WHICH ARE CURRENTLY AVAILABLE WITH THE BOARD

Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.
Technology	A significant background in technology, resulting in knowledge of how to anticipate technological trends, generate disruptive innovation and extend or create new business models
Financial	Experience in financial management resulting in proficiency in complex financial management and reporting
Sales /Marketing	Developing strategies to sales and marketing, brand building, foraying into newer markets.

Skills and Description	Mr. P K Mayan Mohamed	Mr. T Bala-krishnan	Mrs. Pushya Sitaraman	Mrs. Radha Unni	Mr. Jyothi-kumar B P
Strategy & Planning Experience in developing and reviewing long term business strategy for sustainable growth and profitability of businesses in highly competitive landscape. Enabling organisation and functional capability building through transformational strategic initiatives.	✓	✓	✓	✓	✓
Corporate Governance Understanding and promoting best in class practices across various functional areas to enhance enterprise governance.	✓	✓	✓	✓	✓

Technology Understanding the Management of product innovation value chain, emerging technology and business risks thereof, their commercial and disruptive potential to enable evaluation/ propose new technologies/innovation ideas for adoption in the manufacture of various product categories.	✓	✓			✓
Financial Evaluating the financial viability of various strategic proposals, review of capital budgets, financial results/ statements, risks associated with business and the minimization procedure.	✓	✓	✓	✓	✓
Sales/ Marketing Developing strategies to protect and grow brand equity and distribution reach. Understanding evolution in channels and strategies required to protect and grow the business.	✓	✓			

BOARD MEETINGS AND ANNUAL GENERAL MEETING

Board Meeting:

During the year 4 Board meetings were held, the dates being 21.05.2019, 13.08.2019, 13.11.2019 and 11.02.2020.

The last AGM was held on 20.09.2019

Name of the Directors	Meetings held during the tenure of the Directors	No of Meetings Attended
T Balakrishnan	4	4
Pushya Sitaraman	4	4
P K Mayan Mohamed	4	4
Smt. Radha Unni	2	1
Jyothi Kumar B	4	1
Ranjit Kuruvilla	2	1
Y H Malegam	1	1

AUDIT COMMITTEE

The Company has constituted an Audit Committee as required under the Companies Act, 2013 and under the SEBI (LODR) Regulations, 2015 with the Stock Exchange. As on 31.03.2020 there are three members, viz Shri T. Balakrishnan (Chairman), Smt. Pushya Sitaraman and Shri P K Mayan Mohamed.

Mrs. Radha Unni was inducted to the Committee w.e.f 29-06.2020

The Company Secretary acts as the Secretary to the audit committee.

The role, terms of reference and the authority and power of the Audit Committee are in conformity with the requirements of the Companies Act and the SEBI (LODR) Regulations, 2015.

The essential functions of the Committee include review of systems and procedures, overseeing the functioning of internal audit, the effectiveness of controls and regulatory compliances. It also reviews with management, the Company's financial statements, and financial reporting process, disclosure of financial information and observations of auditors before submission to the Board. It recommends the appointment of Statutory Auditors and their fees.

The audit committee has the following scope.

1. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of section 134(5) of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by Management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report.
2. Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
3. Discussion with internal auditors any significant findings and follow up there on.
4. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
5. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors.
6. To review the functioning of the Whistle Blower mechanism, in case the same is existing.
7. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
8. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
9. Review and monitor the auditor's independence and performance, and effectiveness of Audit Process.
10. Examination of the financial statement and the auditor's report thereon.
11. Approval or any subsequent modification of transaction of the company with related parties.
12. Scrutiny of inter corporate loans and investments.
13. Valuation of undertakings or assets of the Company wherever it is necessary
14. Evaluation of Internal Financial Controls and Risk Management systems.
15. Whether Company's financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) as specified under the Companies Act, 2013, read with the relevant rules thereunder and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board, with the Committee.
16. Review, approve and recommend amendments to Related Party Transaction Policy, Dividend Distribution Policy, and Corporate Policy on Investor Relations and policy for determining materiality for disclosure. The Committee shall also review Treasury policy, covering instruments and foreign currency hedges and approved appropriate amendments to the same.

17. Review the mechanism to track insider trading
18. Undertake an annual performance evaluation of its own effectiveness
19. Review the Management's discussion and analysis of the financial condition and results of operations
20. Recommend to the Board the remuneration and terms of appointment of the internal, secretarial and Independent Auditors
21. Discuss with the auditors (whenever necessary, without the presence of members of the Management) regarding the Company's audited financial statements and seek the auditors' judgment on the quality and applicability of the accounting principles, the reasonableness of significant judgments and the adequacy of disclosures in the financial statements
 - Review the process adopted by the Management on impairment of assets including financial assets and goodwill
 - Review the significant transactions including related party transactions of the subsidiaries
 - Grant omnibus approval for the related party transactions proposed to be entered into by the Company

The Committee held four meetings during the year, on 21.05.2019, 13.08.2019, 13.11.2019 and 11.02.2020 to discuss, inter-alia, the Internal Audit and Internal Control system and limited review carried out by Statutory Auditors.

The attendances of the members at the Audit Committee meeting held during the year were as follows:

Sl. No	Name of Member	Meetings held during the tenure of the Members	No of Meetings attended
1	Shri. T Balakrishnan - Chairman	4	4
2	Shri. Y.H. Malegam	1	1
3	Smt. Pushya Sitaraman	4	4
4	Shri. P K Mayan Mohamed	4	4

Shri, T Balakrishnan, chaired the Annual General Meeting held on 20.09.2019 at the Registered Office of the Company at Baliapatam and clarified the queries from shareholders.

NOMINATION AND REMUNERATION COMMITTEE

The Company's Nomination and Remuneration Committee consists of the following 3 Non-Executive Directors as on 31.03.2020, to encourage good corporate governance.

1. Smt. Pushya Sitaraman - Chairperson
2. Shri T Balakrishnan - Member
3. Shri Jyothi Kumar B P - Member (up to 29-06-2020)

The Board of Directors at their meeting held on 13th August 2019 reconstituted the Nomination and Remuneration Committee by inducting Shri. Jyothikumar B P as a member of the Committee w.e.f 13th August 2019.

Shri Y H Malegam ceased to be Member of the Committee consequent to the completion of his term as Independent Director w.e.f 12th August, 2019.

Mrs. Radha Unni was nominated to the Committee on 29th June 2020 and Mr. Jyothikumar B P ceased to be a member.

The broad terms of reference of Nomination and Remuneration Committee includes the following:

1. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board, a policy relating to the remuneration for the directors, Key Managerial Personnel and other employees.
2. Formulation of Criteria for evaluation of Independent Directors and the Board.
3. Devising suitable policy on Board diversity
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. Leadership development and succession planning
7. Oversee the Company's nomination process for the KMP and senior management and identify, screen and review individuals qualified to serve as directors, KMP and senior management consistent with the criteria approved by the Board.

During the year under report, two meetings of the Committee were on 21.05.2019 to discuss the reappointment of Mr. T Balakrishnan and Smt. Pushya Sitaraman as additional Independent Directors and 13.11.2019 to discuss, inter-alia, the appointment of Mrs. Radha Unni as additional Independent Directors.

The Remuneration Policy is available on the Company Website 'www.wipltd.in'

The attendances of the members at the Nomination and Remuneration Committee meeting held during the year were as follows:

Sl. No	Name of Member	Meetings held during the tenure of the Members	No of Meetings attended
1	Shri. T Balakrishnan	2	2
2	Smt. Pushya Sitaraman - Chairperson	2	2
3	Shri. Jyothikumar B P	1	1
4	Shri. Y H Malegam	1	1

MEETINGS OF THE INDEPENDENT DIRECTORS

A separate meeting of Independent Directors was held on 11th February 2020 during the year without the attendance of Non-Independent Directors and members of Management. The following matters were discussed in detail:

- Reviewed the performance of non-independent directors and the Board as a whole;
- Reviewed the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
- Assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS

Schedule IV of the Companies Act, 2013 states that the performance evaluation of the Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated. The criteria for evaluation of performance of Independent Directors are as follows:

- ❖ Highest Personal and Professional ethics, integrity and values.
- ❖ Inquisitive and objective perspective, practical wisdom and mature judgment.
- ❖ Demonstrated intelligence, maturity, wisdom and independent judgment.

- ❖ Self-confidence to contribute to Board deliberations, and stature such that other board members will respect his or her view.
- ❖ The willingness and commitment to devote the extensive time necessary to fulfill his/her duties.
- ❖ The ability to communicate effectively and collaborate with other Board members to contribute effectively to the diversity of perspectives that enhances Board and Committee deliberations, including a willingness to listen and respect the views of others.
- ❖ The skills, Knowledge and expertise relevant to the Company's business, with extensive experience at a senior leadership level in a comparable company or organization, including but not limited to relevant experience in manufacturing, international operations, public service, finance, accounting, strategic planning, supply chain, technology and marketing.
- ❖ Commitment, including guidance provided to the Senior Management outside of Board/ Committee Meetings.
- ❖ Effective deployment of knowledge and expertise.
- ❖ Effective management of relationship with various stakeholders.
- ❖ Independence of behavior and judgment.
- ❖ Maintenance of confidentiality of critical issues

DISCLOSURE OF DIRECTORS AND OTHERS INTEREST IN TRANSACTIONS WITH THE COMPANY

None of the Director's, Key Managerial Personnel's and Senior Management, whether they, directly, indirectly or on behalf of third parties, have had any material interest in any transaction or matter directly affecting the Company pursuant to the provisions of Regulation 4(2) (f) of the Listing Regulations and there were no pecuniary relationship or transactions of the non-executive directors vis-a-vis the listed entity other than mentioned herein below and none of the Directors of the Company are related to each other.

Details of Remuneration:

The Non-Executive Directors received a sitting fee of Rs. 10,000/- each (revised to Rs. 20,000/- each from 13-11-2019 onwards) and Rs. 5,000/- per Committee Meeting.

Remuneration paid to Directors:

The details of Remuneration to Non-Executive Directors during the year 2019-20 are given below:

(Amount in Rs.)

Name of Directors	Board Meetings	Committee Meetings	Total
Shri T Balakrishnan	60,000	20,000	80,000
Smt Pushya Sitaraman	60,000	20,000	80,000
Shri Jyothikumar B	20,000	-	20,000
Smt. Radha Unni	20,000	-	20,000
Shri Y H Malegam	10,000	5,000	15,000
Shri Ranjit Kuruvilla	10,000		10,000
Total			2,25,000

DETAILS OF REMUNERATION PAID OR PAYABLE TO THE DIRECTORS DURING THE FINANCIAL YEAR FY 2019-20 ARE AS FOLLOWS:

Name	Category	Salary	Retirement Benefits	Perquisite	Commission	Sitting fee	Total
Shri P K Mayan Mohamed (Appointed 3 year Contract w.e.f 12 th December 2017)	Managing Director	39,60,000	316,800	-	2,40,000	-	4,516,800
Shri T Balakrishnan	Independent Director	-	-	-	-	80,000	80,000
Smt Pushya Sitaraman	Independent Director	-	-	-	-	80,000	80,000
Shri Jyothikumar B	Nominee Director	-	-	-	-	20,000	20,000
Smt. Radha Unni	Independent Director	-	-	-	-	20,000	20,000
Shri Y H Malegam	Independent Director	-	-	-	-	15,000	15,000
Shri Ranjit Kuruvilla	Executive Director	-	-	-	-	10,000	10,000

In accordance with the Listing Regulations, no employee, including key managerial personnel or director or promoter of a listed entity, shall enter into any agreement for himself or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit-sharing in connection with dealings in the securities of the Company, without prior approval from the Board as well as from shareholders by way of an ordinary resolution. No such instances were reported during fiscal 2020.

STOCK OPTIONS

The Company does not have a scheme for grant of stock options either to the working Directors or employees.

INVESTORS' SERVICE
Stakeholder's Relationship Committee

A Stakeholder's Relationship Committee has been constituted by the Board as per provisions of the SEBI (LODR) Regulations, 2015.

The Committee consists of the following members as on 31-03-2020.

1. Smt Pushya Sitaraman- Chairperson
2. Shri P K Mayan Mohamed – Member
3. Shri Jyothikumar B P – Member

Shri Prasanth Ragunathan was nominated to the Committee in place of Mr. Jyothikumar B P w.e.f 29-06-2020.

Stakeholder's Relationship Committee is authorized to:

1. Monitor the system of share transfer, transmission, sub-division & consolidation of share certificates and issue of duplicate Certificates.
2. Deal with all investor related issues including redressal of complaints from shareholders relating to transfer of shares, non- receipt of balance sheet etc.
3. To delegate such powers to company's officers, as may be necessary, including powers to approve transfers, transmissions, authenticate share certificates and to take other actions in relation to Shareholder related matters.

A meeting of the Committee was held on 11-02-2020.

SHARE TRANSFER SYSTEM:

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are affected through the depositories with no involvement of the Company. Share transfer request is processed within stipulated time, subject to documents being valid and complete in all respects. The company has delegated the authority to Registrar & Share Transfer Agent. All documents, transfers, transmission, demat requests and other communications in relation thereto are required to be addressed to the Registrars directly. The Company obtains from a Company Secretary in Practice half-yearly certificate to the effect that all certificates have been issued within thirty days of the date of lodgment of the transfer, sub division, consolidation and renewal as required under Regulation 40(9) of the Listing Regulations and files a copy of the said certificate with Stock Exchanges under Regulation 40(10).

Sub Committee of Stakeholders Relationship Committee is constituted as Share transfer Committee with Shri. P K Mayan Mohamed, Managing Director as Chairman and Shri. R Balakrishnan, Company Secretary as member to approve the share transmission processed by the RTA.

Sl. No	Complaints Received	Status
1	No. of complaints received and redressed	Nil
2	No. of complaints not resolved to the satisfaction of Shareholders	
3	No. of pending share transfers/transmission as on 31.03.2020	
4	No. of complaints pending as on 31.03.2020	

DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Sl. No	Statistics of complaints received/redressed, during the year ended	Status
1	No. of complaints received and redressed	Nil
2	No. of complaints not resolved to the satisfaction of the Complainant	
3	No. of complaints pending as on 31.03.2020	

GENERAL BODY MEETINGS

Details of Annual General Meeting held during the last three years

Financial Year	Date	Time	Address
2018-19	20.09.2019	10 AM	Registered Office, Mill Road, Baliapatam, Cannanore-670 010
2017-18	28.09.2018	3.30 PM	Registered Office, Mill Road, Baliapatam, Cannanore-670 010
2016-17	13.09.2017	11.30 AM	Registered Office, Mill Road, Baliapatam, Cannanore-670 010

DETAILS OF SPECIAL RESOLUTIONS PASSED AT AGM DURING THE LAST 3 YEARS

AGM	Date	Special Resolution Passed
74 th	20.09.2019	a) Re-appointment of Shri T. Balakrishnan as an Independent Director of the Company b) Re-appointment of Smt. Pushya sitaraman as an Independent Director of the Company
73 rd	28.09.2018	Reappointment of Shri. P K Mayan Mohamed as Managing Director
72 nd	13.09.2017	Nil

TOTAL FEES PAID TO THE STATUTORY AUDITOR

M/s Sankar & Moorthy, Chartered Accountants (Firm Registration No 0035755) have been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, on consolidated basis are given below:

Rs.

	2018-19	2019-20
Audit Fee	5,00,000	5,00,000
Tax audit	1,38,000	1,85,000
Other matters	2,50,000	2,65,000
Re-imbursement of out-of-pocket expenses	62,587	62,990
Total	9.50,587	1,012,990

The subsidiary Companies are audited by Independent separate auditors.

CODE FOR PREVENTION OF INSIDER TADING PRACTICES

In compliance with the SEBI Regulations on prevention of Insider trading, the Company has adopted a code of conduct for its Directors and designated employees. The code lays down guidelines which included procedures to be followed and disclosures to be made while dealing with the shares of the Company.

POSTAL BALLOT

During last year, there was no business which had to be conducted through postal ballot.

MEANS OF COMMUNICATION

a) Quarterly Results

The Company regularly intimates information like quarterly/half yearly/annual financial results and media releases on significant developments from time to time. **Quarterly Financial Results are immediately after the approval by the Board of Directors, transmitted to the National Stock Exchange Limited where the shares of Company is listed.** The results are also published in the Company's official website www.wipltd.in.

b) Newspaper wherein results are normally published

The financial results are normally published in the English Newspaper Business Line/Deccan Chronicle and a Malayalam newspaper Kerala Kaumudi.

c) Official News Releases:-

Official News releases and media releases are sent to the Stock Exchanges. The Ministry of Corporate Affairs ("Ministry"), Government of India, has taken a "Green Initiative in Corporate Governance" by allowing paperless compliance by the Companies and clarified that the service of documents by the Companies can be made through Electronic Mode. Accordingly, as a contribution towards green environment, your Company also implemented the Initiative to send documents, such as Notice calling the general meeting, audited financial statements, Board' report, auditors' report, etc. in electronic form on the email id's provided by the shareholders & made available by them to the company through the depositories.

GENERAL SHAREHOLDER INFORMATION

a) Date, Venue and Time of the Annual General Meeting

i.	AGM (Date, Time and Venue)	September 29,2020 at 11 AM through Video Conference
ii.	Financial Year	1st April to 31st March
iii.	Key Financial Reporting Dates F.Y. 2020-2021	
	Unaudited Results for the First Quarter ended June 30, 2020	On or before 15th August, 2020
	Unaudited Results for the Second Quarter ended September 30, 2020	On or before 15th November, 2020
	Unaudited Results for the Third Quarter ended December 31, 2020	On or before 15th February, 2021
	Audited Results for the F.Y. 2020-2021	On or before 31st May, 2021
iv.	Date of Book Closure	The Share Transfer Books of the Company will remain closed (from 22 nd September 2020 to 29 th September 2020)
v.	Listing on Stock Exchanges	National Stock Exchange of India Limited (NSE), Exchange Plaza, 5th Floor, Plot No. C/1,G Block, Bandra-Kurla Complex, Bandra-East,Mumbai-400 051
vi.	Listing Fees	Listing Fee was paid
vii	Stock Symbol	WIPL

b) Unpaid Dividend Amount

As per the provisions of Section 124(5) of the Companies Act, 2013, the Company is required to transfer the unpaid dividend amount which is unclaimed for a period of seven years from the date of declaration of dividend to the Investor Education and Protection Fund (IEPF) setup by Central Government. Members who have not encashed their Dividend warrants within the validity period may write to the Company at its Registered Office for obtaining payment through demand drafts.

In terms of the provisions of Investor Education and Protection Fund Accounting, Audit, Transfer and Refund rules 2016/IEPF (Awareness and protection of investor rules 2001) an amount of Rs. 7,06,001 unpaid dividend for the year 2011-12 was transferred during the year to IEPF. As per IEPF rules, the shares on which dividend is unpaid/unclaimed for a continuous period of seven years are to be transferred to IEPF Authority. Accordingly, 1,77,420 shares were transferred to IEPF Authority after complying the provisions.

Given below is the due date of the transfer of the unclaimed dividend amount to IEPF by the company.

Financial Year	Dividend per Share (Rs)	Date of Declaration of Dividend	Due date of transfer to IEPF	Account balance as on 31.03.2020 (Rs)
FY 2012-13	0.60	12.08.2013	19.09.2020	549923
FY 2013-14	0.60	27.09.2014	04.11.2021	589689
FY 2014-15	0.70	26.09.2015	03.11.2022	679048
FY 2015-16	0.70	29.09.2016	06.11.2023	715823
FY 2018-19	0.90	20.09.2019	28.10.2026	802424

The Company has given intimation to all shareholders who has not claimed dividend for seven consecutive years from the Financial Year 2012-13, indicating that such shares shall be transferred to Investor Education and Protection Fund Authority (IEPFA). The shareholders can claim dividend on or before September 10, 2020, failing which the shares will be transferred to IEPFA at appropriate date. The said intimation has been published in newspapers and made available on the website of the Company 'www.wipltd.in'.

c) **Details of Nodal Officer**

Name and designation : Shri R Balakrishnan
CFO & Company Secretary
Phone: 0497-2775120
Email: secretarial.westernply@gmail.com

d) **Name of Depositories with whom the Company has entered into Agreement:**

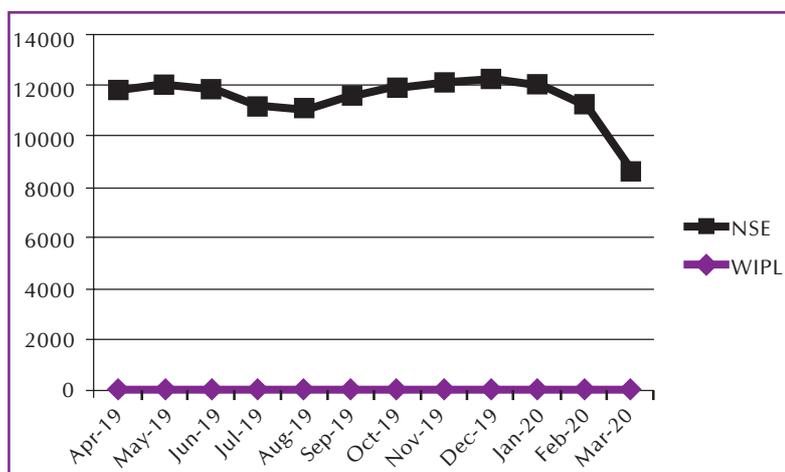
National Securities Depository Ltd. (NSDL). ISIN Code: INE 215 F01023 Trade World, A Wing, 5 th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013. Ph: (022) 24994200 4972980, Fax: (022) 24976351. E-mail: info@nsdl.co.in	Central Depository Services (India) Limited ISIN Code: INE 215 F01023, Phiroze Jeejeebhoy Towers, 17 th Floor, Dalal Street Mumbai-400023. Ph: 22723333, E-mail: helpdesk@cdslindia.com
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e) **Market price Data: High/ Low/ Close During each month in the Financial Year 2019-20.**

Monthly high and low quotations during each month during the Financial Year 2019-20 as well as the volume of shares traded at the National Stock Exchange of India Limited is as follows:

Month	NSE			Volume of Shares Traded
	High	Low	Close	
Apr-19	96.05	87.00	91.00	2878
May-19	96.00	86.50	92.00	203
Jun-19	96.00	68.85	75.00	5261
Jul-19	90.30	71.25	88.00	9544
Aug-19	89.00	87.50	87.50	39
Sep-19	89.00	86.85	86.90	117
Oct-19	82.60	54.00	58.75	10051
Nov-19	64.00	54.00	55.00	20158
Dec-19	57.00	52.00	53.55	5425
Jan-20	61.85	53.55	56.80	35807
Feb-20	59.80	48.50	50.00	12793
Mar-20	49.00	43.00	43.00	1508

f) **Relative Performance of The Western India Plywoods Limited Share Price V/S. NSE Nifty:**



g) Registrar & Transfer Agents:

The dematting of shares of the Company are carried out by:
M/s Cameo Corporate Services Ltd.,
"Subramanian Building", No.1, Club House Road,
Chennai – 600 002
Tel: 044-28460390 Telefax: 044-28460129
E-mail: murali@cameoindia.com

Shareholders may contact/write to the Secretarial Department of the Company for assistance/information when required.

h) Trading in Shares through Stock Exchanges:

The Equity shares of the company was listed in NSE on 07.04.2017

i) Details of Compliance Officer

Name and designation : Shri R Balakrishnan,
CFO & Company Secretary
Phone: 0497-2775120
Email: secretarial.westernply@gmail.com

j) Distribution of Shareholding As On 31st March 2020

Category	No. of Shares	Percentage
Promoters	3,461,361	40.78
Public		
Insurance Companies	9,62,830	11.34
IEPF	482,825	5.69
Others	3,580,324	42.19
Total	8,487,340	100.00

DISTRIBUTION OF SHAREHOLDING ACCORDING TO SIZE OF HOLDING

Share holding		Shareholders		Share Amount	
Rs.	Rs.	Number	% of Total	Rs.	% of Total
10	to 5000	564	39.2485	1,065,440	1.2553
5001	to 10000	241	16.7710	1,931,150	2.2753
10001	to 20000	217	15.1009	3,289,600	3.8758
20001	to 30000	86	5.9847	2,173,370	2.5608
30001	to 40000	66	4.5929	2,353,260	2.7727
40001	to 50000	39	2.7139	1,822,730	2.1476
50001	to 100000	110	7.6549	8,210,230	9.6736
100001	and above	114	7.9332	64,027,620	75.4389
Total		1437	100.0000	8,48,73,400	100.0000

k) DEMATERIALISATION OF SHARES

The Company has entered into agreement with National Securities Depository Services Ltd. (NSDL) from 15th March 2003 onwards and with Central Depository Services (India) Ltd., (CDSL) from 3rd July 2004 onwards for having the Company's Shares traded in electronic form. The status of shares held in dematerialised and physical forms as on March 31, 2020 are given below: As on 31-03-2020, 45.79% (38,86,738 Shares) of Equity Capital are held in dematerialized form with NSDL and 1.77% (1,49,845 Shares) with CDSL.

Particulars	No. of Shares	Percentage
Shares held in Dematerialized form	4,036,583	47.56
Shares held in physical form	4,450,757	52.44
Total	84,87,340	100.00

l) Commodity price risk or foreign exchange risk and hedging activities

During the year ended March 31, 2020, the Company has managed its foreign exchange risk by natural hedge. Commodity price risk is not taken into account as there is not much variation in price.

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

Not Applicable

n) In Case The Securities Are Suspended From Trading, The Directors Report Shall Explain The Reason Thereof:

Not Applicable

o) Plant Location:

Mill Road , Baliapatam,
Cannanore – 670 010,Kerala.

p) Address for Investor correspondence:

Registered Office : Mill Road, Baliapatam, Cannanore – 670 010 Kerala.
Phone : 0497-2775120
E-mail : secretarial.westernply@gmail.com , westernply@gmail.com
Website : www.wipltd.in

DISCLOSURES

- i) Disclosures on materially significant related party transactions that may have potential conflict with the Interest of Company at large. Details of transactions of a material nature with any of the related parties as specified in Accounting Standard 18 notified under Companies (Accounting Standard) Rules, 2006 have been reported in the Notes to the Accounts. There was no transaction of a material nature with any of the related parties, which was in conflict with the interest of the Company. The Board's approved policy for related party transactions is uploaded on the website of the Company <http://www.wipltd.in/>
- ii) There were no instances of non-compliance by the company leading to imposition of penalties, strictures by the stock exchange or SEBI or any other statutory authority, on matters related to capital markets during the last three years.
- (iii) No personnel of the company have been denied access to the Audit Committee of the company (in respect of matters involving alleged misconduct). The company has provided protection to whistle blowers" from unfair termination and other unfair or prejudicial employment practices. The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls

risk through means of a properly defined frame work. The Company has adopted measures for airing concerns about unethical behaviour, both for the Directors and employees. This has been made part of the machinery of Audit Committee and informed in the official website of the company

- (iv) Pursuant to proviso to Section 177 (10) of the Companies Act, 2013 a 'Vigil mechanism' has been constituted as a part of the function of Audit Committee of Board. The vigil mechanism provides for adequate safeguards against victimization of directors or employees or any other person who avail the mechanism and also provides for direct access to the chairperson of the Audit Committee in appropriate cases. The Committee shall oversee Vigil Mechanism for Directors and Employees to report concerns about unethical behaviour, actual or suspected fraud or violation of Company's Code of Conduct or Ethics Policy.
- (v) The Company has complied with all the mandatory requirements prescribed under Chapter 4 of the SEBI(LODR) Regulations. The Company has adopted discretionary requirements as per Part E of Schedule II, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as follows:
 - a) The Company has appointed separate persons to the post of Chairperson and Managing Director.
 - b) The Internal Auditors report directly to the Audit Committee of the Board.
- (vi) The Company does not have material listed /unlisted subsidiary as defined under SEBI(LODR) Regulations. The policy for determining material subsidiary and policy on dealing with related party transactions are available on your Company's Website <http://www.wipltd.in/>
- (vii) The transactions with related parties were reviewed by the Audit Committee on a quarterly basis in their meetings.
- (viii) Disclosure of commodity price risks and commodity hedging activities: NIL
- (ix) Compliance or otherwise of any requirement of Corporate Governance Report
The Company has complied with the requirements of the Corporate Governance and has made disclosures to the extent required and applicable to it, as stipulated in Listing Regulations.
- (x) Certification from Company Secretary in Practice
Mr. Sandeep Kumar S, Practising Company Secretary has issued a certificate as required under the regulation 34 and clause 10 (1) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that the none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

OTHER DISCLOSURES

- a) **Disclosures on materially significant related party transactions that may have potential conflict with the interests of Company at large:**

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the Listing Regulations during the financial year 2019-20 were on arm's length basis. During the year, the Company has not entered into any contracts /arrangements / transactions with related parties which could be considered material in accordance with the Policy on materiality of related party transactions and dealing with related party transactions. The policy on materiality of related party transactions has been displayed on the Company's website <https://www.wipltd.in>

Details of Transactions with related parties have also been disclosed in Note no. 35 of Standalone Financial Statements.

A summary statement of all related party transactions are placed periodically before the Audit Committee of the Company for its review and approval.

None of the transactions with Related Parties were in conflict with the interest of Company. All the transactions are in the ordinary course of business and have no potential conflict with the interest of the Company at large and are carried out on an arm's length or fair value basis.

- b) **Details of funds raised through preferential allotment or qualified institutional placement as specified under reg 32(7A)**

During the year, the Company has not raised any funds through preferential allotment or qualified institutional placement as specified under regulation 32(7A) of the Listing Regulations.

- c) **Credit Rating**
Credit rating is done by CARE India Limited and the present rating is BBB-
- d) **All the recommendations made by the Committees were unanimously approved by the Board during the Financial Year.**

DISCLOSURE ON COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

The Company has complied with all the requirements of Corporate Governance mentioned in the Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations, wherever applicable.

DETAILS OF OTHER COMPLIANCES

Details of compliances of provisions relating to Corporate Governance in various Regulations of the Listing Regulations, other than those specified above are as under:

- a) **Code of conduct for Directors and Senior Management**
The Board has put in place a Code of Conduct for Directors and Senior Management of the Company in line with the provisions of the Act and the Listing Regulations. The Code is available on the website of the Company www.wipltd.in in the page 'Investors'.
- b) **Notice of interest by Senior Management Personnel**
The Senior Management team has confirmed to the Board of Directors that no material and commercial transactions have been entered into between the Company and Members of the Senior Management team, where they have personal interest.

The audit committee reviews the consolidated financial statements of the Company. The minutes of the Board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company.
- c) **Prevention of Insider Trading**
The Company has in place a Code of Conduct – Insider Trading to regulate, monitor and report trading by insiders under the SEBI (Prohibition of Insider Trading (Regulations), 2015). The Code of Conduct for Prevention of Insider Trading lays down guidelines advising the Management, staff and other connected persons, on procedures to be followed and disclosures to be made by them while dealing with the shares of the Company and cautioning them of the consequences of violations. The Company has placed the Code as per the Listing Regulations in the website of the Company 'www.wipltd.in'.
- d) **Submission of quarterly compliance report on Corporate Governance**
The Company has submitted quarterly compliance report on Corporate Governance, duly signed by the Company Secretary of the Company, with the National Stock Exchanges wherein the shares of the Company are listed.
- e) **Management Discussion and Analysis Report**
Management Discussion and Analysis Report detailing the industry developments, segment wise/ product wise performance and other matters forms part of this Annual Report.
- f) **Policy on Archival and Preservation of Documents**
The web link where policy on archival and preservation of documents is disclosed in: <http://wipltd.in/doc/100Policy%20Archive%20Preservation.pdf>

On behalf of the Board of Directors

Place: Kannur
Date : 13.08.2020

T. Balakrishnan
Chairman



CONFIRMATION OF CODE OF CONDUCT

To
The Members of the Western India Plywoods Ltd

I hereby confirm that for the financial year ended 31-03-2020, all the Board members and the Senior Management Personnel have affirmed compliance with the code of conduct framed by the Company.

Place: Kannur
Date: 29.06.2020

Sd/-
P K Mayan Mohamed
Managing Director

The code is posted on your Company's website www.wipltd.in

CERTIFICATE OF CEO AND CFO ON FINANCIAL STATEMENTS UNDER REGULATION 17(8) AND PART B OF SCHEDULE II OF SEBI(LODR) REGULATIONS, 2015

To
The Board Directors of the Western India Plywoods Limited

We, P.K Mayan Mohamed, Managing Director and R Balakrishnan, Chief Financial Officer of The Western India Plywoods Ltd, hereby certify that:

- a) We have reviewed financial statements and the cash flow statements for the financial year ended March 31, 2020 and that to the best of our knowledge and belief:
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - ii. These statements together present a true and fair view of the Company's affair and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct
- c) We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit Committee that:
 - (1) Significant changes in internal control over financial reporting during the year;
 - (2) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (3) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Declaration

As provided under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board members and Senior Management Personnel have affirmed compliance with The Western India Plywoods Limited Code of Conduct for the year ended 31st March, 2020.

Place: Kannur
Date: 29.06.2020

P K Mayan Mohamed
Managing Director

R Balakrishnan
Chief Financial Officer

CERTIFICATE

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

To
WESTERN INDIA PLYWOODS LIMITED
 CIN: L20211KL1945PLC001708
 Mill Road, Baliapatam, Cannanore
 Kerala- 670010
 India

Based on the explanation and information furnished by management of M/s. THE WESTERN INDIA PLYWOODS LIMITED (CIN: L20211KL1945PLC001708) (*hereinafter referred to as "the Company"*) for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Part -C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and according to the verifications of the written representations and disclosures in form MBP-1 and DIR-8 given by the Directors as on 31st March 2020 and taken on record by the Board of Directors and the status of Directors Identification Number (DIN) at the website of Ministry of Corporate Affairs, I hereby certify that:

None of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2020 have been debarred or disqualified from being appointed or continuing as Directors of the companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S.No	Name of the Director	DIN	Date of Appointment	Designation
1	Thotanchath Balakrishnan	00052922	13/08/2012	Director
2	Mayan Mohammed Puthiya Kottan	00026897	09/06/2001	Managing Director
3	Radha Unni	03242769	13/11/2019	Director
4	Jyothikumar Pillai Balakrishna	02403654	07/11/2016	Nominee Director
5	Pushya Sitaraman	06537196	09/02/2013	Director

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

Place: ERNAKULAM
 Date: 11-08-2020
 UDIN: F008348B000565905

SANDEEP KUMAR S
 PRACTISING COMPANY SECRETARY
 B.A.L, LLB, FCS, MBA
 CP NO: 9450, FCS NO: 8348



CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

(Pursuant to Regulation 34(3) and Part E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members
WESTERN INDIA PLYWOODS LIMITED
CIN: L20211KL1945PLC001708
Mill Road, Baliapatam, Cannanore
Kerala- 670010
India

I have examined all the relevant records of M/s. The Western India Plywoods Limited (CIN: L20211KL1945PLC001708) (hereinafter referred to as "the Company") for the purpose of certifying compliance of the conditions of the Corporate Governance as specified in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and paragraphs C, and D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2020.

The compliance of conditions of corporate governance is the responsibility of the Management. My examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an explanation of opinion on the financial statements of the Company.

Based on the examination of the relevant records and according to the explanation and information furnished by management of the Company, I certify that the Company has complied with the conditions of Corporate Governance as specified in Regulations 17 to 27, clauses (b) to (i) of sub regulation (2) of Regulation 46 and paragraphs C, and D of Schedule V of SEBI {Listing Obligations and Disclosure Requirements) Regulations, 2015, extent applicable during the financial year ended 31st March 2020.

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

In view of the situation emerging out of the outbreak of COVID-19 Pandemic, I could not examine physical documents, records & other papers etc. of the Company for the year ended March 31st 2020. The documents/ records were verified in electronic mode and have relied on the representations received from the Management for its accuracy and authenticity.

Place: ERNAKULAM
Date: 11-08-2020
UDIN: F008348B000565905

SANDEEP KUMAR S
PRACTISING COMPANY SECRETARY
B.A.L, LLB, FCS, MBA
CP NO: 9450, FCS NO: 8348

MANAGEMENT DISCUSSION AND ANALYSIS

This report is prepared in compliance with the requirement of the Corporate Governance. It covers both performance and outlook of the Company. The Management accepts its responsibility for the integrated objectivity of the financial statements.

1. Industry structure and development:

The company is in manufacture of high quality plywoods, Hardboard, Pre-compressed boards, Densified wood, Furniture and low density fibre boards. The main customers are Railways, Automobiles, Packaging Industry and construction companies. The Company is in operation in this field for the last few decades and has already established a name in the market. The company is manufacturing low density fibre board by using waste sludge from the currency paper mills as part of the raw materials. The low density fibre board introduced has got both domestic and international market. The company is in also in the process and diversification in to new value added products.

2. Strength and opportunities

- The major raw material required by the company is soft wood and waste wood for Hardboard, Timber for plywood. There is scarcity of these raw materials. However as the company is in commercial operation for more than 7 decades it could establish a good system of procurement.
- The joint venture company started in Malaysia for manufacturing of veneers is meeting a major requirement of Raw materials for the company.
- Competition from other manufacturers and cheap imports can affect the profitability of the company.
- As the company is maintaining high quality for its products and the same is well accepted by the customers both in India and abroad. The company has established Research and Development Unit, One of the best of its kind in the wood based Industry. The company is also duly equipped to develop new product to meet the requirements of the market. The company believes from experience that customer loyalty will prove beneficial in meeting the challenge faced by it in the long run.
- The Company has invested significantly in building its brand equity, which has led to high brand recall and has enabled entry into new product categories.
- The industry will continue to see a strong uptrend in the mid to long-term driven by macroeconomic and industry factors like increasing disposable incomes, increased ease of availability of finance, increasing penetration levels and growing middle class.
- Rising affordability and increasing premiumization of products in metros and urban towns.
- The government's push for housing for all, increasing availability of electricity and GST rate reduction augur well for long term growth prospects of the sector.

3. Product wise performance

(Rs in Lakhs)

Sl No	PRODUCT	2019-2020	2018-2019
1	Hardboard	4680.83	4758.50
2	Plywood	1546.48	1752.45
3	Densified wood	1091.80	1332.48
4	Soft Board	1306.21	1208.00
5	Pre-compressed board	209.98	273.82
6	Pre-finished board	117.60	145.54
7	Furniture	105.48	124.34
8	Other sales	157.85	153.60
	TOTAL	9216.25	9748.73

4. Audit and internal control system

The Company has Internal Control Systems commensurate with the nature of its business, size and complexities. Every quarter the Audit Committee reviews the adequacy and effectiveness of internal control systems and monitors the implementation of improvement actions. The Internal Auditors of the Company regularly reviews key processes to identify improvement opportunities and automation possibilities. During the year, key controls in operational, financial processes were tested to provide assurance regarding compliance with the existing policies and significant operating procedures etc., and no significant weaknesses or deviations were noted in operation of controls.

Further, the Statutory Auditors of the Company also carried out audit of the Internal Financial Controls over Financial Reporting of the Company as on March 31, 2020 and issued their report which forms part of the Independent Auditor's report.

5. Industrial relations

The industrial segment was peaceful during the year. The Management wishes to acknowledge The efforts made by employees in the smooth working of the Company.

6. Material development in human resources and industrial relations including no. of people employed

The man power strength of the Company as on 31.3.2020 was 239. Being an ISO 9001-2015 certified Company; the Company conducts regular training programmes for the employees to impress on them the need for quality, productivity and transparency. These measures have helped to achieve cost effectiveness and improve the overall operational efficiency.

7. Discussion on financial performance with respect to operational Performance.

The high demand for low density fibreboard has improved the turnover. The company is hopeful of encashing on its opportunity.

8. Significant changes in financial ratios

During the year on a standalone basis there was no significant changes in financial ratios of the company, which are more than 25% as compared to the previous year.

9. Cautionary statement:

As stated earlier statements in the Management discussion and analysis report are in accordance with the Company's objectives, projections, estimates and expectations and may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied and changes in Government regulations, tax laws and other statutes may affect the working of the Company.

10. Information on non-mandatory requirements

- The Company has not issued any GDR/ADR/Warrants or any convertible instruments.
- The Company is not maintaining a separate office for the Chairman
- Unpaid Dividends up to and inclusive of 2011-12 have been deposited in the investor Education and protection Fund as required under the relevant provisions.

On Behalf of the Board of Directors

Kannur
13.08.2020

T Balakrishnan
Chairman

INDEPENDENT AUDITOR'S REPORT

To The Members of **The Western India Plywoods Limited**

Report on the Audit of the standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **THE WESTERN INDIA PLYWOODS LIMITED** ("the Company"), which comprises the Balance Sheet as at 31st March 2020, and the Statement of Profit and Loss, (including other comprehensive income), the statement of Changes in Equity and the statement of Cash flow for the year then ended, and notes to the Financial statement, including a summary of the 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 standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020, and profit (including other comprehensive income), its changes in equity and 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 standalone financial statements* section of our report. We are independent of the company in accordance with the *Code of Ethics* issued by the Institute of Chartered accountants of India 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 made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Sr. No	The Key Audit Matters	Auditor's Response
1	<p>Impairment testing of investment in subsidiary</p> <p>Refer note no 4.02 to the accompanying standalone financial statements</p> <p>The equity as well as the preference shares investment in the subsidiary company named Mayabandar Doors limited, account for a significant percentage of the company's total investments.</p> <p>As at 31 March, 2020, the carrying amount of equity investment in subsidiary company Viz. Mayabandar Doors Limited is Rs. 2,32,25,459/-. Further the company has also invested in 6% Non-cumulative redeemable as well as 8% redeemable cumulative preference share capital of the above said subsidiary, the carrying amount of which as at 31st March, 2020 is Rs.3,40,00,000/- as well as Rs.1,80,00,000/- respectively.</p>	<p>Our Audit procedure included, but were not limited to the following;</p> <ul style="list-style-type: none"> • We Evaluated the Company's process regarding the impairment assessment and fair valuation by involving independent expert to confirm that the assessment are made in line with the relevant Ind AS • We assessed the carrying value/fair value calculation of the investment in subsidiary to determine whether the valuation is within the acceptable range determined by us. • We assessed the professional

	<p>As the carrying amount of the investment in the above said subsidiary exceeds the carrying amounts in the financial statements of the subsidiaries Net assets, the management has performed an impairment assessment and has estimated the recoverable amount of its investment in subsidiaries through an independent valuer. The accounting for investment in above subsidiary is a Key Audit Matter as the estimation of recoverable amount involve the use of significant estimate and assumptions that are dependent on expected future market and economic conditions.</p> <p>As per such assessment done by the management, there is no impairment loss as disclosed in note 4.02 to this standalone financial statement.</p>	<p>competence, objectivity and capabilities of the valuation specialist engaged by the management.</p> <ul style="list-style-type: none"> • We evaluated the adequacy of disclosure made in the standalone financial statement. <p>Based on the above procedure performed, we did not identify any significant exception in the management’s assessment in relation to the impairment loss and the carrying value of investments in subsidiary.</p>
2.	<p>Recoverability of insurance claim receivable</p> <p>Refer note no 13.01 to the accompanying standalone financial statements</p> <p>As on 31st March, 2020, as per the financial statement, an amount of Rs.2,10,36,634/- is outstanding as insurance claim and interest receivable from the insurance company based on the judgement in favour of the company by the Kerala State Consumer Disputes Redressal Commission,</p> <p>However, the insurance Company filed an appeal against the above said judgement and the condonation petition in respect of the same is yet to be heard.</p> <p>Considering the materiality involved and the uncertainty about the ultimate outcome of the appeal, the above matter is identified as Key Audit matters.</p>	<p>Our audit procedures included, but were not limited to the following;</p> <ul style="list-style-type: none"> • We have assessed and reviewed the issue in detail and discussed with management, the recent developments and the present status. • Considered the Judgment in favor of the company by the Kerala State Consumer Disputes Redressal Commission. • We considered external legal opinions, where relevant, obtained by management. • We assessed the adequacy of the company’s disclosures in the financial statement <p>Based on our above procedure, the management’s assessment and disclosure in respect of the above matter is considered to be reasonable.</p>

Other Information

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Company’s Annual Report, but does not include the standalone financial statements and our auditor’s report thereon.

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

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

Responsibilities of Management and those charged with governance for the Standalone Financial Statements

The Company’s Board of Directors are responsible for the matters stated in section 134(5) of the the Companies Act, 2013(“the Act”) with respect to the preparation of these standalone financial statements that give a true and fair view

of the financial position, financial performance, including other comprehensive income, changes in equity and Cash flow of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provision 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 control 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 true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing an 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 the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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 the "**Annexure A**", a statement on the matters specified in the paragraph 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 purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The standalone Balance Sheet, standalone Statement of Profit and Loss (including other comprehensive income), the standalone statement of Cash Flows and the standalone statement of changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone 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 written representations received from the directors as on March 31, 2020, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020, from being appointed as a director in terms of section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**".
 - g) With respect to the others matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,
In our opinion and to the best of our information and according to the explanation 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 does not have any pending litigations which would impact its financial position.
 - (II) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (III) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

For **Sankar & Moorthy**
Chartered Accountants
Firm Reg. No. 003575S

Jayaprakesh M C, F.C.A.
(Partner)

Mem. No. 215562
UDIN: 20215562AAAACA5023

Place: Kannur
Date: 29.06.2020

“ANNEXURE A” REFERRED UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF THE WESTERN INDIA PLYWOODS LIMITED FOR THE YEAR ENDED 31ST MARCH 2020

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) In our opinion, The fixed assets of the company are physically verified by the management in accordance with a phased programme at reasonable intervals and that no material discrepancies have been noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company and based on the details of land and buildings furnished to us by the company, the title deeds of immovable properties are held in the name of the Company.
- (ii) In our opinion, the physical verification of inventory (other than stock of timber lying in the pond and goods in transit) has been conducted by the management at reasonable interval during the year and no material discrepancies between physical inventory and book records were noticed on physical verification.
- (iii) According to the information and explanations given to us and the records of the company examined by us, during the year, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnership or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, the reporting requirements under clauses (iii) (a) to (c) paragraph 3 of the order are not applicable.
- (iv) 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 security or guarantee for which the provisions of sections 185 and 186 of the Act are applicable and the Company has complied with the provisions of section 186 of the Act in respect of investments as applicable.
- (v) 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 section 73 to 76 or any other relevant provisions of the Act and the rules framed there under are not applicable.
- (vi) To the best of our knowledge and according to the information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under section 148 (1) of the Act for the company at this stage.
- (vii) (a) As per the information and explanation 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, Employees State insurance, Income Tax, Sales Tax, Service Tax, Goods & Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and the other statutory dues, as applicable to the company to the appropriate authorities during the year.
- There are no arrears of undisputed statutory dues outstanding at the last day of the financial year for a period of more than six months from the date on which they become payable.
- (b) According to the information and explanations given to us, and the records of the Company examined by us, there are no disputed amounts due to be deposited under Sales tax, service tax, duty of customs, duty of excise, value added tax and income tax.

- (viii) 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 or borrowings to financial institution or banks. The company has not taken any loans or borrowings from government or raised any money by way of issue of debentures.
- (ix) 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), in our opinion the term loan was applied for the purpose for which the loan was obtained.
- (x) 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 instance 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 any such case by the management.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197, read with Schedule V to the Act.
- (xii) The Company is not a nidhi company. Accordingly, the reporting requirement under paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in Note.35 to the standalone financial statements as required by the applicable accounting standards.
- (xiv) 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. Accordingly, the reporting requirements under clause (xiv) of the paragraph 3 of the order are not applicable.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with the directors. Accordingly, the reporting requirement under paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us and records of the company examined by us, the company is not required to be register under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting requirement under paragraph 3 (xvi) of the order is not applicable.

Place: Kannur
Date: 29-06-2020

For **Sankar & Moorthy**
Chartered Accountants
Firm Reg. No. 0003575S
Jayaprakesh M C, F.C.A.
(Partner)
Mem. No. 215562

“ANNEXURE B” REFERRED TO IN PARAGRAPH 2(f) UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR INDEPENDENT AUDITORS REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF THE WESTERN INDIA PLYWOODS 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 system with reference to standalone financial statements reporting of **THE WESTERN INDIA PLYWOODS LIMITED** (“the Company”) as of 31st March 2020 in conjunction with our audit of the Standalone 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 controls with reference to financial statements reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls system with reference to the standalone financial statements 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 system with reference to financial statements 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 with reference to financial statements reporting and their operating effectiveness. Our audit of internal financial controls system with reference to standalone financial statements reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the 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 with reference to these standalone financial statements reporting.

Meaning of Internal Financial Controls with reference to these standalone Financial statements Reporting

A company's internal financial control system with reference to these standalone financial statement 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 controls system with reference to financial statement 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 with reference to Standalone Financial Statements reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls systems with reference to these standalone financial statements reporting and such internal financial controls system with reference to these standalone financial statements reporting were operating effectively as at 31 March 2020, based on the internal control with reference to these standalone financial statements 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.

Place: Kannur
Date: 29-06-2020

For **Sankar & Moorthy**
Chartered Accountants
Firm Reg. No. 0003575S

Jayaprakesh M C, F.C.A.
(Partner)
Mem. No. 215562

STANDALONE BALANCE SHEET AS AT 31.03.2020

(In Rs.)

Particulars	Note No.	As at 31.03.2020	As at 31.03.2019
ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment	3	153,921,041	164,683,884
(b) Capital work-in-progress	3	2,434,954	725,962
(c) Financial Assets			
(i) Investments	4	93,990,029	113,475,529
(ii) Loans	5	10,093,066	10,470,725
(d) Other non-current assets	6	508,581	734,686
(2) Current assets			
(a) Inventories	7	254,380,894	284,968,631
(b) Financial Assets			
(i) Investments	8	18,000,000	-
(ii) Trade receivables	9	171,811,884	167,076,672
(iii) Cash and cash equivalents	10	18,148,863	32,133,780
(iv) Bank balances other than (iii) above	11	11,847,370	18,787,302
(v) Loans	12	3,476,312	4,051,119
(vi) Other Financial assets	13	26,734,368	31,101,280
(c) Current Tax Assets (Net)		3,512,991	2,135,791
(d) Other current assets	14	8,395,881	7,936,499
Total Assets		777,256,234	838,281,860
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share capital	15	84,873,400	84,873,400
(b) Other Equity	16	356,373,008	355,483,086
LIABILITIES			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	150,051,238	155,840,646
(ii) Other financial liabilities		-	-
(b) Provisions	18	3,797,612	1,982,414
(c) Deferred tax liabilities (Net)	19	12,652,000	15,081,000
(2) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	20	45,692,209	91,261,080
(ii) Trade payables	21		
(a) Total outstanding dues of micro and small enterprises;		-	-
(b) Total outstanding dues other than micro and small enterprises;		52,595,210	54,973,153
(iii) Other financial liabilities	22	36,366,089	33,415,094
(b) Other current liabilities	23	33,752,726	43,981,177
(c) Provisions	24	1,102,742	1,390,810
Total Equity and Liabilities		777,256,234	838,281,860

Significant Accounting Policies- See Note No 2

The accompanying notes form an integral part of the standalone financial statements (1 to 43)

For and on behalf of the Board of Directors

As per our separate report of even date attached

P.K MAYAN MOHAMED T.BALAKRISHNAN R.BALAKRISHNAN
 Managing Director Chairman CFO&Company Secretary
 (DIN: 00026897) (DIN: 00052922) (M.No: 7119)

For **Sankar & Moorthy**
 Chartered Accountants
 Firm Reg. No. 0003575S

Place: Kannur
 Date: 29.06.2020

Jayaprakesh M C, F.C.A.
 (Partner)
 Mem. No. 215562

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2020
(In Rs.)

Particulars	Note No.	For the year ended 31.03.2020	For the year ended 31.03.2019
I Revenue from operations	25	923,907,572	979,752,591
II Other income	26	6,769,859	5,159,867
III Total Income (I + II)		930,677,431	984,912,458
IV Expenses:			
Cost of materials consumed	27	343,015,124	388,031,619
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	28	26,019,052	36,699,870
Employee benefits expense	29	152,840,110	129,889,975
Finance costs	30	22,238,369	29,424,953
Depreciation and amortization expense	3	21,421,296	20,517,545
Other expenses	31	342,173,768	350,176,732
Total expenses (IV)		907,707,719	954,740,694
V Profit/ (Loss) before Exceptional Items and tax (III - IV)		22,969,712	30,171,764
VI Exceptional Items		-	-
VII Profit / (Loss) Before tax (V - VI)		22,969,712	30,171,764
VIII Tax expense:	32		
(1) Current tax		8,645,000	7,787,189
(2) (Excess) provision of earlier years current tax		-	(367,580)
(3) Deferred tax		(2,429,000)	1,239,000
IX Profit /(Loss) for the period (VII - VIII)		16,753,712	21,513,155
X Other comprehensive income			
(i) Items that will not be reclassified to profit or loss			
a) Remeasurements of post employment benefit obligations		(6,495,546)	34,552
b) Changes in fair value of equity instruments		(1,485,500)	978,928
(ii) Income tax relating to items that will not be reclassified to profit or loss		1,326,000	-
		(6,655,046)	1,013,480
XI Total Comprehensive Income for the Year (IX + X) (Comprising Profit / (Loss) and Other Comprehensive Income for the Year)		10,098,666	22,526,635
XII Earnings per equity share of Par Value of Rs. 10/- each	33		
(1) Basic		1.97	2.53
(2) Diluted		1.97	2.53

Significant Accounting Policies- See Note No 2

The accompanying notes form an integral part of the standalone financial statements (1 to 43)

For and on behalf of the Board of Directors

As per our separate report of even date attached

P.K MAYAN MOHAMED T.BALAKRISHNAN R.BALAKRISHNAN
 Managing Director Chairman CFO&Company Secretary
 (DIN: 00026897) (DIN: 00052922) (M.No: 7119)

For **Sankar & Moorthy**
 Chartered Accountants
 Firm Reg. No. 0003575S

Place: Kannur
 Date: 29.06.2020

Jayaprakesh M C, F.C.A.
 (Partner)
 Mem. No. 215562

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2020

Particulars	For the year ended 31 st March 2020 (Rs.)	For the year ended 31 st March 2019 (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit after taxation	16,753,712	21,513,155
Adjustments For:		
Depreciation / Amortization Expense	21,421,296	20,517,545
Tax expenses		
Current tax	8,645,000	7,419,609
Deferred Tax	(2,429,000)	1,239,000
Remeasurement of post employment benefits obligation	(6,495,546)	34,552
Allowance for doubtful trade receivables (net)	2,521,395	269,874
Dividend Income	(50,000)	(32,500)
Interest Income	(1,010,343)	(1,397,410)
Government grant	(1,346,876)	(428,930)
Profit on sale of Property, Plant & Equipment	(1,073,807)	(50,000)
Liabilities/ Provision no longer required to be written back	-	(532,354)
Finance Cost	22,238,369	29,424,953
Operating Profit before Working Capital Changes	59,174,200	77,977,494
Adjustments for		
(Increase) / Decrease in Trade and Other Receivable	(2,367,083)	(27,723,736)
Increase / (Decrease) in Inventories	30,587,737	43,202,855
Increase / (Decrease) in Trade and Other payables	(11,735,641)	(18,634,651)
Increase / (Decrease) in Provisions	1,527,130	(986,929)
Cash generated from operations	77,186,343	73,835,033
Less: Direct Tax Paid(Net of Refund)	8,696,200	7,139,918
Net Cash From Operating Activities	68,490,143	66,695,115
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment (including capital work-in-progress,)	(13,438,761)	(7,266,008)
Proceeds from Sale of other Property, Plant and Equipment	2,145,122	450,000
Bank balances not considered as cash and cash equivalents	6,939,932	834,842
Capital Advance	(1,473,940)	(1,253,566)
Government Grant Received	1,440,000	1,080,000
Dividend Income	50,000	32,500

Interest Received (Including Debenture Interests)	1,240,860	1,224,016
Net Cash Flow From Investing Activities	(3,096,787)	(4,898,216)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Non current Borrowings	(5,573,044)	(16,334,039)
Proceeds from Current Borrowings	(45,568,871)	(20,600,962)
Dividends Paid	(9,526,840)	(550,931)
Finance Cost	(18,709,518)	(29,582,016)
Net Cash Flow from Financing Activities	(79,378,273)	(67,067,948)
D. INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(13,984,917)	(5,271,049)
Cash and Cash equivalent at the beginning of the year	32,133,780	37,404,829
Cash and Cash equivalent at the end of the Year	18,148,863	32,133,780

Significant Accounting Policies - See Note No 2

The accompanying notes form an integral part of these standalone financial statements (1 to 43)

Notes

- The above Cash Flow statement has been prepared under the indirect Method as set out in Ind AS 7 on, "Statement of cash Flows"
- For components of cash and cash equivalent refer note no. 10
- Figures in bracket indicate Cash outflow

For and on behalf of the Board of Directors

As per our report of even date attached

P.K MAYAN MOHAMED T.BALAKRISHNAN R.BALAKRISHNAN
 Managing Director Chairman CFO&Company Secretary
 (DIN: 00026897) (DIN: 00052922) (M.No: 7119)

For **Sankar & Moorthy**
 Chartered Accountants
 Firm Reg. No. 0003575S
Jayaprakesh M C, F.C.A.
 (Partner)
 Mem. No. 215562

Place: Kannur
 Date: 29.06.2020

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2020

	No of Shares (Amount in Rs.)
(a) Equity Share Capital	
Balance as at April 1, 2018	8,487,340 84,873,400
Changes in Equity share capital During the Year	- -
Balance as at 31st March, 2019	8,487,340 84,873,400
Changes in Equity share capital During the Year	- -
Balance as at 31st March, 2020	8,487,340 84,873,400

(b) Other Equity

(in Rs)

Particulars	Reserves & Surplus						Item of Other Comprehensive Income		Total
	Capital Reserve	Capital Redemption Reserve	Securities Premium Account	Export Profit Reserve	General Reserve	Retained Earnings	Other Items of Other Comprehensive Income/(Loss)	Equity Instruments through OCI	
Balance at the end of April 1, 2018	1,503,230	132,000,000	44,196,050	1,924,094	8,032,000	149,304,268	(8,814,262)	4,811,071	332,956,451
Profit for the year						21,513,155			21,513,155
a) Remeasurements of post employment benefit obligations							34,552		34,552
b) Changes in fair value of FVOCI equity instruments								978,928	978,928
c) Income tax relating to items that will not be reclassified to profit or loss							-	-	-
Total for the year						21,513,155	34,552	978,928	22,526,635
Dividend including tax thereon						-			-
Balance at the end of March 31, 2019	1,503,230	132,000,000	44,196,050	1,924,094	8,032,000	170,817,423	(8,779,710)	5,789,999	355,483,086
Profit for the year						16,753,712			16,753,712
a) Remeasurements of post employment benefit obligations (Net of tax)							(6,495,546)		(6,495,546)
b) Changes in fair value of FVOCI equity instruments								(1,485,500)	(1,485,500)
c) Income tax relating to items that will not be reclassified to profit or loss							1,326,000	-	1,326,000
Total for the year						16,753,712	(5,169,546)	(1,485,500)	10,098,666
Dividend including tax thereon						(9,208,744)			(9,208,744)
Balance at the end of March 31, 2020	1,503,230	132,000,000	44,196,050	1,924,094	8,032,000	178,362,391	(13,949,256)	4,304,499	356,373,008

Significant Accounting Policies- See Note No 2

The accompanying notes form an integral part of the standalone financial statements (1 to 43)

For and on behalf of the Board of Directors

P.K MAYAN MOHAMED T.BALAKRISHNAN R.BALAKRISHNAN
 Managing Director Chairman
 (DIN: 00026897) (DIN: 00052922) (M.No: 7119) CFO&Company Secretary

Place: Kannur
 Date: 29.06.2020

As per our separate report of even date attached

For Sankar & Moorthy
 Chartered Accountants
 Firm Reg. No. 0003575S
Jayaprakash M C, F.C.A.
 (Partner)

Mem. No. 215562

NOTES TO STANDALONE FINANCIAL STATEMENT

1. Corporate Information

The Western India Plywood Ltd ('the Company') is a public limited company (CIN: L20211KL1945PLC001708) incorporated in India. The Company is a manufacturer of Wood based products including Hardboard, Plywood, and Compreg and has manufacturing facility at Kannur, Kerala. The Company caters to both domestic and international markets and has depots and dealer networks across India. The Registered office of the Company is located at Mill Road, Baliapatam, Kannur, Kerala - 670010. The Company is listed on National Stock Exchange (NSE), Mumbai.

2. Significant accounting policies & Key Accounting Estimates and Judgments

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below.

(a) Statement of compliance

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

(b) Basis of preparation of Financial Statement

Financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements.

The financial statements are presented in Indian Rupees, which is the functional currency of the company and the currency of the primary economic environment in which the company operates.

(c) Use of Estimates and Judgements :

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

These estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgements and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment, impairment of property, plant and equipment and investments, leasing arrangements, provision for employee benefits, fair value measurement of financial instruments, income tax, deferred tax and other provisions, recoverability commitments and contingencies.

(d) Current / Non Current Classification:

Any asset or liability is classified as current if it satisfies any of the following conditions:

- i) The asset/liability is expected to be realized/settled in the Company's normal operating cycle;
- ii) The asset is intended for sale or consumption;
- iii) The asset/liability is held primarily for the purpose of trading;

- iv) The asset/liability is expected to be realized/settled within twelve months after the reporting period;
- v) The asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- vi) In the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

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

All the assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current- non-current classification of assets and liabilities.

(e) Fair Value Measurement

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned below. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 - quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 - inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

(f) Property, plant and equipment – Tangible Assets

Recognition and measurement:

Freehold land is stated at historical cost. All other items of property, plant and equipment is stated at historical cost less accumulated depreciation and accumulated impairment losses if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All up gradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits. An item of property, plant and

equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Capital work in progress and Capital advances:

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of fixed assets outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight line basis. Land is not depreciated.

(g) Impairment of Non financial assets

At each reporting date, the company assesses whether there is any indication that an asset may be impaired, based on internal or external factors. If any such indication exists, the company estimates the recoverable amount of the asset or the cash generating unit. If such recoverable amount of the asset or cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognised are accordingly reversed in the statement of profit and loss.

(h) Financial Instruments

1) Recognition and Initial measurement

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs in relation to financial assets and financial liabilities, other than those carried at fair value through profit or loss (FVTPL), are adjusted to the fair value. Transaction costs in relation to financial assets and financial liabilities which are carried at fair value through profit or loss (FVTPL), are charged to the statement of profit and loss.

2) Classification and subsequent measurement of financial assets

i) Debt Instruments

For the purpose of subsequent measurement, financial assets in the nature of debt instruments are classified as follows:

Amortised cost - Financial assets that are held within a business model whose objective is to hold the asset in order to collect contractual cash flows that are solely payments of principal and interest are subsequently measured at amortised cost less impairments, if any. Interest income calculated using effective interest rate (EIR) method and impairment loss, if any are recognised in the statement of profit and loss.

Fair value through other comprehensive income (FVOCI) - Financial assets that are held within a business model whose objective is achieved by both holding the asset in order to collect contractual cash flows that are solely payments of principal and interest and by selling the financial assets, are subsequently measured at fair value through other comprehensive income. Changes in fair value are recognized in the other comprehensive income (OCI) and on de-

recognition, cumulative gain or loss previously recognised in OCI is reclassified to the statement of profit and loss. Interest income calculated using EIR method and impairment loss, if any are recognised in the statement of profit and loss.

Fair value through profit or loss (FVTPL) - A financial asset which is not classified in any of the above categories are subsequently measured at fair valued through profit or loss. Changes in fair value and income on these assets are recognised in the statement of profit and loss.

ii) Equity Instruments

The Company has made investment in equity instruments that are initially measured at fair value. These investment are strategic in nature and held on a long-term basis. Accordingly, the company has elected irrevocable option to measure such investments at FVOCI. The Company makes such election on an instrument-by-instrument basis. Pursuant to such irrevocable option, changes in fair value are recognised in the OCI and is subsequently not reclassified to the statement of profit and loss.

3) Classification and subsequent measurement of financial liabilities

For the purpose of subsequent measurement, financial liabilities are classified as follows:

Amortised cost - Financial liabilities are classified as financial liabilities at amortised cost by default. Interest expense calculated using EIR method is recognised in the statement of profit and loss.

Fair value through profit or loss (FVTPL) - Financial liabilities are classified as FVTPL if it is held for trading, or is designated as such on initial recognition. Changes in fair value and interest expense on these liabilities are recognised in the statement of profit and loss.

4) De recognition of financial assets and financial liabilities

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows including risks and rewards of ownership. A financial liability is derecognised when the obligation under the liability is discharged or expires.

5) Impairment of financial assets

Financial assets that are carried at amortised cost and fair value through other comprehensive income (FVOCI) are assessed for possible impairments basis expected credit losses taking into account the past history of recovery, risk of default of the counterparty, existing market conditions etc. The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition.

For Trade receivables, the Company provides for expected credit losses based on a simplified approach as per Ind AS 109 – Financial Instruments. Under this approach, expected credit losses are computed on the basis of probability of defaults over the life time of the asset.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

6) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

(i) Investment in Subsidiaries:

Investments in subsidiaries are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost.

(j) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, cheques and drafts on hand including remittances in transit, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current financial liabilities in the balance sheet.

(k) Inventories

Inventories are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by item basis.

In determining the cost of inventories, weighted average cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition. Cost of manufactured inventories comprises of the direct cost of production and appropriate overheads. The net realisable value of bought out inventories is taken at the current replacement value.

(l) Employee benefits

Employee Benefits include provident fund, employee state insurance scheme, gratuity and compensated absences. Expenses and liabilities in respect of employee benefits are recorded in accordance with Ind AS 19, Employee Benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Defined Contribution Plan

The company has defined contribution plan for employees comprising of Provident Fund and Employee State Insurance. The contributions paid/payable to these plans during the year are charged to the statement of Profit and Loss for the year. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

Defined Benefit Plans

Payment of Gratuity to employees is covered by the Group Gratuity cum Assurance Scheme of LIC of India, which is a defined benefit scheme and the company makes contribution 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 unrecognized past services cost if any and as reduced by the fair value of plan assets, is recognized in the accounts. Service cost and net interest expense or income is reflected in the Statement of Profit and Loss. Gain or Loss on account of re measurements is recognized immediately through Other Comprehensive Income in the period in which they occur.

Other Long Term Employee Benefits

The company has a scheme for compensated absences for employee, the liability of which is determined on independent actuarial valuation, conducted annually using the projected unit credit method. Actuarial gain and losses are recognized in full in the Statement of Profit and Loss for the period in which they occur. Accumulated compensated absences, which are expected to be availed or en cashed within 12 months from the end of the year end are treated as short term employee benefits.

(m) Provisions and Contingent liabilities

Provisions

Provisions are recognised when, as a result of a past event, the Company has a legal or constructive obligation; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. The amount so recognised is a best estimate of the consideration required to settle the obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation by discounting at a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability.

Contingent Liabilities

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

Contingent Assets

Contingent assets are neither recognised nor disclosed in the financial statements. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

(n) Government Grant

Government Grants are recognised where there is reasonable assurance that the grant will be received and all the attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

Government grants relating to the purchase of property, plant and equipment are included in current / non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

(o) Revenue recognition

Revenue from Contracts with Customers

- Revenue is recognized on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.
- Revenue is measured at the fair value of consideration received or receivable taking into account the amount of discounts, incentives, volume rebates, outgoing taxes on sales. Any amounts receivable from the customer are recognised as revenue after the control over the goods sold are transferred to the customer which is generally on dispatch/delivery of goods.
- Variable consideration - This includes incentives, volume rebates, discounts etc. It is estimated at contract inception considering the terms of various schemes with customers and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognized will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.

- Significant financing component - Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

Export incentives are recognized on accrual basis, (except when there are significant uncertainties) based on estimated realizable value of such settlements.

Other income is recognized on accrual basis, (except when there are significant uncertainties).

Dividend income is recognized when the right to receive payment is established, which is generally when shareholders approve the dividend. Interest income is recognised in the Statement of Profit and Loss using the effective interest method.

(p) Borrowing cost

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

(q) Income tax

The income tax expense comprises of current and deferred income tax. Income tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in the other comprehensive income or directly in equity, in which case the related income tax is also recognised accordingly.

a. Current tax

Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years. The payment made in excess / (shortfall) of the Company's income tax obligation for the period are recognised in the balance sheet as current tax assets / liabilities.

b. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets are recognised for the future tax consequences to the extent it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (in other comprehensive income).

(r) Foreign Currency translation

The functional and presentation currency of the Company is Indian Rupee. In preparing the financial statements of the Company, on initial recognition transactions in foreign currencies, other than the Company's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. Exchange difference arising on foreign exchange transactions settled during the year is recognised in the statement of profit and loss.

At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the rate prevailing at that date. The exchange gain/loss arising during the year is recognised in the Statement of Profit and Loss.

The non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured.

(s) Leases

Effective from 1st April 2019, the Company adopted Ind AS 116 – Leases and applied the standard to all lease contracts existing as on 1st April 2019 using the modified retrospective methods on the date of initial application. i.e. 1st April 2019.

At inception of a contract, the Company assesses whether a contract is, or contains a lease. The assessment involves the exercise of judgement about whether:

- a) the contract involves the use of identified asset;
 - b) the company has substantially all of the economic benefits from the use of the asset through the period of lease, and
 - c) the company has the right to direct the use of the asset.
- i) As a lessee

The Company recognises a right-of-use of asset and lease liability at the lease commencement date. The right of use of asset is initially measured at cost, which comprise the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct cost incurred and an estimate of cost to dismantle and remove the underlying asset or the site on which it is located, less any lease incentives received.

The right to use of asset is subsequently depreciated using the straight line method from the commencement date to the earlier of the end of useful life of the right-of-use of asset or the end of the lease term. The estimated useful life of the right-of-use of asset are determined on the same basis as those of property and equipment. In addition, the right-to-use of assets periodically reduced by impairment losses. If any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initial measured at the present value of the lease payments that are not paid the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Subsequently the lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate. If there is a change in Company's estimate of the amount expected to be payable under a residual value guarantee, or if Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right of use of asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset had been reduced to zero.

Short term leases and leases of low value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The Company recognises the lease payments associated with these leases as an expense on a straight line basis over the lease term.

ii. As a lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight line basis over the lease term unless the receipts expected are structured to increase in line with the expected general inflation to compensate for the expected inflationary cost increases. The respective leased asset are included in the balance sheet based on their nature.

(t) Earnings per share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

(u) Change in accounting policies and disclosure

(a) Ind AS 116 - Leases

Effective from April 1, 2019 the Company has adopted Ind AS 116 "leases" as notified by the Ministry of Corporate Affairs (MCA) in the Companies (Indian Accounting Standards) Amendment Rules, 2019 using modified retrospective method. The application of Ind AS 116 did not have material impact on the Financial Statements.

(b) Ind AS 12 - Income Taxes

The Company has adopted Ind AS 12 "Income Taxes" as per Appendix C to Ind AS 12. The amendment to Ind AS 12 required the entities to consider recognition and measurement requirements when there is uncertainty over income tax treatments. The application of the amended provision to Ind AS 12 did not have material impact on the Financial Statements.

(c) Ind AS 23 – Borrowing Costs

The company has adopted Ind AS 23 – Borrowing Cost has amended, which required the entity to calculate and apply the capitalisation rate on general borrowings, If any specific borrowing outstanding after the related asset is ready for its intended use or sale and the borrowing become part of the funds that entity borrows generally. This amendment is also did not have a material impact on the Financial Statements.

(v) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The company is engaged in the business of manufacture and sale of wood based products, which form broadly part of one product group and hence constitute a single business segment.

(w) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) after tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

(x) New Standards and interpretations not yet adopted

The Ministry of Corporate Affairs ("MCA") notifies new Standards or amendments to the existing Standards. There is no such notification which would have been applicable from 1st April, 2020.

Notes attached to and forming part of Standalone Financial Statements
NOTE 3 - PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN PROGRESS

(in Rs)

Particulars	Freehold land	Buildings	Plant & Equipments	Furniture & Fittings	Vehicles	Office Equipments	Computer	Total
Gross Carrying Amount [Cost / Deemed Cost]								
As at 1st April 2018	4,269,182	12,749,701	176,177,211	138,853	11,532,788	609,657	800,420	206,277,812
Additions/adjustment	-	8,954,195	10,223,377	-	-	383,555	179,702	19,740,829
Disposals/adjustments	-	-	-	-	-	-	-	-
As at 31st March 2019	4,269,182	21,703,896	186,400,588	138,853	11,532,788	993,212	980,122	226,018,641
Additions	-	-	6,824,897	-	4,089,954	519,452	295,465	11,729,768
Disposals/adjustments	346,000	-	-	-	1,486,297	-	-	1,832,297
As at 31st March 2020	3,923,182	21,703,896	193,225,485	138,853	14,136,445	1,512,664	1,275,587	235,916,112
Accumulated Depreciation & Impairment								
As at 1st April 2018	-	1,087,979	35,076,569	15,625	4,234,684	135,972	266,383	40,817,212
Depreciation during the year	-	692,932	17,731,411	1,941	1,717,844	122,903	250,514	20,517,545
Disposals/adjustments	-	-	-	-	-	-	-	-
As at 31st March 2019	-	1,780,911	52,807,980	17,566	5,952,528	258,875	516,897	61,334,757
Depreciation during the year	-	399,090	18,936,360	29,708	1,534,974	240,929	280,235	21,421,296
Disposals/adjustments	-	-	-	-	760,982	-	-	760,982
As at 31st March 2020	-	2,180,001	71,744,340	47,274	6,726,520	499,804	797,132	81,995,071
Net Carrying Amount								
As at 31st March 2019	4,269,182	19,922,985	133,592,608	121,287	5,580,260	734,337	463,225	164,683,884
As at 31st March 2020	3,923,182	19,523,895	121,481,145	91,579	7,409,925	1,012,860	478,455	153,921,041

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

Capital Work in Progress	As at 31.03.2020	As at 31.03.2019
(A) Plant & Machinery		
Opening	670,962	2,393,606
Add : Addition	1,708,992	1,019,952
Less : Capitalised / Adjustments	-	2,742,596
Closing	2,379,954	670,962
(B) Building		
Opening	-	7,242,644
Add : Addition	-	1,258,851
Less : Capitalised / Adjustments	-	8,501,495
Closing	-	-
(C) Computer and Accessories		
Opening	55,000	-
Add : Addition	-	55,000
Less : Capitalised / Adjustments	-	-
Closing	55,000	55,000
Total (A + B + C)	2,434,954	725,962

- (i) Refer to Note No 17.01 for information on Plant and equipment pledged as security by the company.
- (ii) Addition during the year includes borrowing cost Rs. Nil (as at 31st March, 2019 Rs. Nil) Capitalised during the year as per IND AS.
- (iii) Work in Progress includes an amount of Rs. 1,194,490 /- (as at 31st March, 2019 Rs. 6,70,962/) being the Plant and Machinery (under process) purchased out of the Government Grant (BIRAC)

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

4. Financial Assets- Investments (Non Current)

Particulars	As at 31.03.2020	As at 31.03.2019
A) Investments at Cost		
1. Investments in Equity Instruments		
Unquoted		
In Subsidiary Companies		
50,000 Equity Shares (As at 31.03.2019- 50,000) of Rs. 100/- each fully paid up in Southern Veneers & Woodworks Limited.	5,000,000	5,000,000
4,541 Equity Shares (As at 31.03.2019 - 4,541) of Rs. 100/-each fully paid up in Kohinoor Saw Mill Company Limited.	454,100	454,100
18,11,500 Equity Shares (As at 31.03.2019- 18,11,500) of Malaysian Ringgit 1/- each fully paid up in ERA & WIP Timber JV SDN BHD, Malaysia	26,498,870	26,498,870
99,101 Equity Shares (As at 31.03.2019- 99,101) of Rs. 100/- each fully paid up in Mayabandar Doors Ltd.	23,225,459	23,225,459
	55,178,429	55,178,429
B) Investments at fair value through other Comprehensive Income		
1. Investments in Equity Instruments		
Unquoted		
6,000 Equity Shares (As at 31.03.2019- 6,000) of Rs. 100/- each Fully paid up in Kutty Flush Doors and Furniture Co. (P) Ltd.	325,100	325,100
Quoted		
5000 Equity Shares (As at 31.03.2019 - 5000) of Rs. 1/- each Fully Paid up in HDFC Bank Ltd.	4,309,500	5,795,000
Unquoted		
10,000 Equity Shares (As at 31.03.2019-10,000) of Rs. 10/- each fully paid up in Transformers and Electricals Kerala Ltd.	100,000	100,000
10,000 Equity Shares (As at 31.03.2019-10,000) of Rs. 10/- each fully paid up in Keltron Component Complex Ltd, (Net of Impairment in value of Rs. 1,00,000 (As at 31.03.2019- Rs. 1,00,000)	-	-
5,000 Equity Shares (As at 31.03.2019 - 5,000) of Rs. 10/- each fully paid up in SAIL-SCL Kerala Ltd.(Net of Impairment in value of Rs. 50,000/- (As at 31.03.2019- Rs. 50,000/-)	-	-
	-	-
	4,734,600	6,220,100

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

C) Investments at Fair Value through Profit or Loss		
a) Investment in Redeemable Preference Shares		
Unquoted		
In Subsidiary Company		
3,40,000, 6% Non-Cumulative Redeemable Preference Shares (As at 31.03.2019-3,40,000) of Rs. 100/- each fully paid up in Mayabandar Doors Ltd	34,000,000	34,000,000
1,80,000 8% Cumulative Redeemable Preference Shares (As at 31.03.2019-1,80,000) of Rs. 100/- each fully paid in Mayabandar Doors Ltd.	-	18,000,000
	34,000,000	52,000,000
b) Investment in Government Securities at amortised Cost		
National Savings Certificates	77,000	77,000
	77,000	77,000
TOTAL NON CURRENT INVESTMENTS	93,990,029	113,475,529
Aggregate amount of Quoted Investments	4,309,500	5,795,000
Aggregate Market Value of Quoted investments	4,309,500	5,795,000
Aggregate amount of Unquoted Investments	89,680,529	107,680,529
Aggregate amount of Impairment in value of investments	150,000	150,000

4.01. For details of classification of financial asset and fair value hierarchy Refer Note No 36

4.02. In view of the business plan of the subsidiary company M/s Mayabandar Doors Limited, which is expected to bring in positive cash flows in the near future and the estimated realisable value of the assets at the unit based on the independent valuer, the management is of the opinion that no diminution in the value of investment in Subsidiary company is anticipated at this stage.

4.03. The company had entered into an agreement with M/s Era Intermerge SDN BHD in an earlier year for setting up a Joint Venture entity (ERA & WIP Timber JV SDN BHD) in Malaysia as per which the company would have 45% share in ownership and voting in the JV. Pending completion of certain formalities in Malaysia, the joint Venture M/s ERA intermerge SDN BHD has been unable to make their agreed share of investment, as a result of which the shareholding of the company in the entity as at 31st March 2020 is 65.87% .(as at 31st March, 2019 is 65.87%). Accordingly the entity, ERA & WIP Timber JV SDN BHD has been treated as a subsidiary in the books of account of the company and disclosure under IND-AS 28 are not applicable at this stage.

5. Financial Assets - Loans (Non-Current)

Particulars	As at 31.03.2020	As at 31.03.2019
a) Security Deposit		
Unsecured, Considered Good	10,093,066	10,470,725
Unsecured, Considered Doubtful	1,158,761	1,158,761
Less: Allowance for Bad and Doubtful	(1,158,761)	(1,158,761)
	10,093,066	10,470,725

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

b) Others Loans		
(Advance for Inward Supply of Goods)		
Unsecured, Considered Good	-	-
Unsecured, Considered Doubtful	1,616,132	1,616,132
Less: Allowance for Bad and Doubtful	(1,616,132)	(1,616,132)
TOTAL	10,093,066	10,470,725
6. Other Non Current Assets		
a) Other Advances (Prepaid Expenses)	508,581	734,686
TOTAL	508,581	734,686
7. Inventories		
a) Raw Materials	27,246,809	22,203,238
b) Work in Progress	39,561,465	42,025,471
c) Finished Goods (Manufactured)	162,329,249	185,884,295
d) Stores and Spares	25,243,371	34,855,627
TOTAL	254,380,894	284,968,631
Included above, goods in transit		
(i) Raw Materials	1,133,475	5,978,592
(ii) Finished Goods	-	-
TOTAL	1,133,475	5,978,592

7.01 Method of valuation of inventories - See Note 2 (k) of Significant Accounting Policies.

7.02 During the year, write down made towards slow moving and non moving inventories for Rs. 1,08,43,332 (For the FY 2018-19 Rs. 2,26,01,701). Inventory value shown above are net of write down amount. These were recognised as an expense during the year through the changes in value of inventories of work in progress, stock-in-trade and finished goods in statement of profit or loss.

7.03 Working Capital borrowings are secured by hypothecation of inventories of the Company (See Note 20.01)

8. Financial Assets - Investments (Current)

Particulars	As at 31.03.2020	As at 31.03.2019
Investments at Fair Value through Profit or Loss		
a) Investment in Redeemable Preference Shares		
Unquoted		
In Subsidiary Company		
1,80,000 8% Cumulative Redeemable Preference Shares (As at 31.03.2019-1,80,000) of Rs. 100/- each fully paid in Mayabandar Doors Ltd. (Refer Note No 4.01 & 4.02)	18,000,000	-
	18,000,000	-
TOTAL INVESTMENTS	18,000,000	-
Aggregate amount of Quoted Investments	-	-
Aggregate Market Value of Quoted investments	-	-
Aggregate amount of Unquoted Investments	18,000,000	-
Aggregate amount of impairment in value of investments	-	-

Notes attached to and forming part of Standalone Financial Statements.
9. Financial Assets - Trade Receivables (Current)

(In Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
a) Unsecured, considered Good	171,811,884	167,076,672
b) Unsecured, Considered Doubtful	17,684,233	15,175,908
	189,496,117	182,252,580
Less: Allowance for bad & doubtful debts	(17,684,233)	(15,175,908)
TOTAL	171,811,884	167,076,672

9.01 Includes receivables from Related Parties (Refer Note 35)

9.02 For explanation on the companies credit risk management process (Refer Note 36.04)

10. Financial Assets - Cash and Cash Equivalents (Current)

Particulars	As at 31.03.2020	As at 31.03.2019
a) Balance with Banks		
(i) Current Accounts	17,640,152	28,955,437
(ii) EEFC Account	-	4,520
	17,640,152	28,959,957
b) Cheques on hand	-	2,853,835
c) Cash on hand	508,711	319,988
TOTAL	18,148,863	32,133,780

11. Financial Assets - Bank balances other than Cash and Cash Equivalents (Current)

a) Unclaimed Dividend	3,532,132	3,850,228
b) Bank Deposits (With maturity more than 3 months but less than 12 months) (Above Bank Deposits are Margin Money Deposits held as security for availing Letter Credit and Bank Guarantee facilities)	8,315,238	14,937,074
TOTAL	11,847,370	18,787,302

**12. Financial Assets - Loans (Current)
Unsecured, Considered Good**

a) Loans and Advance to related parties The Kohinoor Saw Mills Company Limited	-	88,825
b) Others Loans and advances to Employees	3,476,312	3,962,294
TOTAL	3,476,312	4,051,119

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

Particulars	As at 31.03.2020	As at 31.03.2019
13. Financial Assets - Others (Current)		
(a) Interest Receivables	116,591	347,108
(b) Balance with Central Excise, Customs, VAT, GST etc.	3,256,460	5,033,215
(c) BIRAC Govt Grant Receivable	1,080,000	2,520,000
(d) Export Incentive Receivables		
Unsecured, considered Good	1,244,683	2,164,323
Unsecured, considered Doubtful	58,225	45,155
Less: Allowance for Doubtful Receivable	(58,225)	(45,155)
Total (d)	1,244,683	2,164,323
(e) Insurance Claim Receivable		
Unsecured, considered Good	21,036,634	21,036,634
TOTAL	26,734,368	31,101,280

13.01 Insurance Claim Receivable recognised as income during year 2016-17 and the same is yet to be realised from the Insurance company. However based on the favorable independent legal advice, no provision is considered necessary at this stage.

Particulars	As at 31.03.2020	As at 31.03.2019
14. Other Current Asset		
Trade Advance	3,465,630	2,791,465
Capital Advance	2,727,506	1,253,566
Prepaid Expenses	1,894,472	1,855,674
Gratuity (Refer Note No. 34)	308,273	2,035,794
TOTAL	8,395,881	7,936,499
15. Share Capital		
Authorised:		
1,00,00,000 Equity Shares (As at 31.03.2019- 1,00,00,000) of Rs. 10/- each	100,000,000	100,000,000
15,00,000 Redeemable Preference Shares (As at 31.03.2019- 15,00,000) of Rs.100/-each	150,000,000	150,000,000
TOTAL	250,000,000	250,000,000
Issued:		
86,32,470 (As at 31.03.2019-86,32,470) Equity Shares of Rs. 10/- each	86,324,700	86,324,700
TOTAL	86,324,700	86,324,700
Subscribed & Paid Up		
84,87,340 Equity Shares (As at 31.03.2019- 84,87,340) of Rs.10/- each fully paid up	84,873,400	84,873,400
TOTAL	84,873,400	84,873,400

15.01. Terms/ Rights Attached to Equity Shares

The Company has only one class of shares referred to as equity shares with a face value of Rs. 10/- each. Each holder of an equity share is entitled to one vote per share. The company declares and pays dividend in Indian Rupees. In the event of liquidation of the company, the holders of equity shares will be entitled to receive the 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.

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

15.02 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	
	No. of shares	Amount	No. of shares	Amount
a) Equity Shares				
At the beginning of the year	8,487,340	84,873,400	8,487,340	84,873,400
Add: Shares Issued during the year	-	-	-	-
At the end of the year	8,487,340	84,873,400	8,487,340	84,873,400

15.03 Details of Shareholders holding more than 5% shares in the Company

Particulars	As at 31.03.2020		As at 31.03.2019	
	% of Holding	No. of Shares	% of Holding	No. of
Equity Shares				
Life Insurance Corporation of India	10.50%	890,860	10.80%	916,860

16. Other Equity

(In Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
Capital Reserve	1,503,230	1,503,230
Capital Redemption Reserve	132,000,000	132,000,000
Securities Premium Reserve	44,196,050	44,196,050
Export Profit Reserve	1,924,094	1,924,094
General Reserve	8,032,000	8,032,000
Retained Earnings	178,362,391	170,817,423
Other Comprehensive Income/(Loss) (OCI)	(9,644,757)	(2,989,711)
Total	356,373,008	355,483,086

16.01 Description of nature and purpose of each reserve

- Capital Reserve** - Capital reserve was created during the earlier years.
- Capital Redemption Reserve** - This reserve was created at the time of Redemption of Preference Shares. During the FY 2017-18 Rs. 1,90,00,000/- was created and Rs. 11,30,00,000/- was created during earlier years.
- Securities Premium Reserve** - Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.
- Export profit Reserve** - This reserve was created out of profit during the earlier years.
- General Reserve** - General reserve is created from time to time by way of transfer of profit from retained earnings for appropriation purpose. General reserve is created by transfer from one component of equity to another and is not an item of Other Comprehensive Income.
- Retained Earnings** - Retained Earnings are the profits, that the company has earned till date, less any transfer to General Reserve, dividend or other distributions paid to shareholders.
- Equity Instrument through Other Comprehensive Income (OCI)** - This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other Comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off.

Notes attached to and forming part of Standalone Financial Statements.

- viii) **Remeasurement of Net Defined Benefit Plan through Other Comprehensive Income (OCI):**
This represents re-measurement gains and losses on post employment defined benefit plans recognised in other comprehensive income in accordance with Ind AS 19, "Employee Benefits"

16.02. Dividend Distributed and Proposed

- i) Final dividend for the year ended 31st March 2019 of Rs. 0.90 /- (31st March 2018 - Nil) per equity share, declared and paid during the year amounting to Rs. 92,08,744 /- including dividend distribution tax of Rs. 15,70,497 /- (Previous Year - Nil)
- ii) The Board of Directors at its meeting held on 29th June, 2020 has proposed equity dividend of Rs. Nil (FY 2018-19 - Rs. 0.90/-) per share of Rs. 10 /- each for the Financial Year ended 31st March, 2020.

17. Financial Liabilities - Borrowings (Non-current)
(In Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
Secured		
a) Term Loan from Banks	12,551,238	215,646
b) Term Loan from Others	137,500,000	155,625,000
TOTAL	150,051,238	155,840,646

Refer Note No : 22 For Current Liabilities of above Loans

17.01 Details of Security :

Secured Loan	Nature of Security
a) From Banks	
(i) Term Loan (I&II) from Axis Bank Ltd	Secured by equitable mortgage of 386.75 cents of commercial / residential land of the company and also by the personal guarantee of the Managing Director. It is further secured by way of personal guarantee of Directors who takes over the rights or shares of former Managing Director Late. Mr. P.K. Mohamed.
(ii) Vehicle Loan from HDFC Bank	Secured by hypothecation of the assets procured by availing the said loan and also by the personal guarantee of the Managing Director .
b) From Others	
KSIDC Loan III & Loan IV (Working Capital Term Loan)	Secured on first charge by mortgage of all immovable properties, present and future, and movable properties, including Machinery, Machinery spares, Tools and Accessories, present and future (save and except book debts), subject to prior charges created or to be created, except exclusive charge given to Axis bank Ltd for loan availed. The loans are also secured by way of mortgage of land of the subsidiary company M/s Kohinoor Saw Mill Company Ltd 1.05 Acres of Land together with Buildings, Plant and Machinery and Fixed Assets and Fittings thereon and also charge on 3.10 Acres of Land, Buildings, Plant and Machinery and Fixed Assets and Fittings of Subsidiary company M/s Southern Veneers and Woodworks Ltd; and by personal guarantee of the Managing Director.

Notes attached to and forming part of Standalone Financial Statements.
17.02 : Repayment and other terms

(In Rs.)

Particulars	Principal Terms & Conditions	31 st March 2020		31 st March 2019	
		Non-Current	Current	Non-Current	Current
(A) Secured Borrowings					
From Banks					
Axis Bank	The term loan was availed during the year 2019 and carries interest at a rate of 1.35% above the Bank's MCLR currently at 8.45%, presently applicable rate being 9.80%. The rate of interest is subject to revision from time to time at the discretion of the bank. The loan is repayable in 83 installments of Rs. 4,75,000/- and final installment at Rs. 5,75,000/- commencing from December, 2019.	12,551,238	5,700,000	-	6,710,798
HDFC Bank	Loan was taken during the year 2015 and carries an interest rate of 9.65%. The loan is repayable in 60 equated monthly installments of Rs. 27,940/- each from December, 2015.	-	215,645	215,646	298,632
	Total (A)	12,551,238	5,915,645	215,646	7,009,430
(B) From Others					
KSIDC Loan III	Loan was taken during the year 2015 and carries interest rate of 8.5% on 31-03-2020 (interest rate of 9.5% on 31.03.2019). The loan is repayable in 20 equal quarterly installments of Rs. 25,00,000/- each from November, 2015, with a repayment holiday for the principal for 3 quarters from 15.11.2016.	2,500,000	8,958,402	12,500,000	9,051,512
KSIDC Loan IV	Loan was taken during the year 2018 and carries interest rate of 8.65% on 31-03-2020 (interest rate of 9.75% on 31.03.2019). The loan is repayable in 36 quarterly varying installment after moratorium period of 12 months, repayment of installment will start from March 2019.	135,000,000	5,866,796	143,125,000	4,463,537
	Total (B)	137,500,000	14,825,198	155,625,000	13,515,049
	Total (A+B)	150,051,238	20,740,843	155,840,646	20,524,479

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

Particulars	As at 31.03.2020	As at 31.03.2019
18.Provisions (Non Current)		
For Employee Benefits		
Leave Encashment	3,797,612	1,982,414
TOTAL	3,797,612	1,982,414
18.01 Disclosure required under Ind AS 19 'Employee Benefits', See Note No. 34		
19.Deferred tax Liabilities (net)		
Deferred Tax liabilities on		
Property plant and equipments	20,203,000	22,368,000
Sub-total (A)	20,203,000	22,368,000
Less: Deferred tax assets on		
Unabsorbed Loss	-	-
Provision & Other Disallowance	7,551,000	7,287,000
Sub-total (B)	7,551,000	7,287,000
Total (A-B)	12,652,000	15,081,000

19.01. Movement of Deferred tax (assets) / liabilities

Particulars	Opening Balance	Recognised in Profit & Loss Acc	Other Comprehensive Income	Closing balance
	For the Year Ended 31st March 2020			
Deferred tax liabilities on				
Property plant and equipments	22,368,000	(2,165,000)	-	20,203,000
Less : Deferred tax assets on				
Unabsorbed Loss	-	-	-	-
Provision & Other Disallowance	7,287,000	264,000	-	7,551,000
Deferred tax (assets)/liabilities (net)	15,081,000	(2,429,000)	-	12,652,000
	For the Year Ended 31st March 2019			
Deferred tax liabilities on				
Property plant and equipments	24,178,000	(1,810,000)	-	22,368,000
Less : Deferred tax assets on				
Unabsorbed Loss	2,002,000	(2,002,000)	-	-
Provision & Other Disallowance	8,334,000	(1,047,000)	-	7,287,000
Deferred tax (assets)/liabilities (net)	13,842,000	1,239,000	-	15,081,000

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

Particulars	As at 31.03.2020	As at 31.03.2019
20. Financial Liabilities - Borrowings (Current)		
a) Loan repayable on Demand		
From Banks (Secured) (Note No. 20.01)	45,195,214	90,375,958
b) Loan from related parties (Un Secured) (Note No. 20.02)	496,995	885,122
TOTAL	45,692,209	91,261,080

20.01 Working Capital loans availed from banks are repayable on demand and are secured by hypothecation of Raw Materials, Work In Progress, Finished Goods, Receivables and other current assets of the Company. The above loans are also secured by pari passu second charge over the entire fixed assets of the company and the personal guarantee of the Managing Director.

20.02 Loan from the Directors and Others are repayable on demand.

Particulars	As at 31.03.2020	As at 31.03.2019
21. Financial Liabilities - Trade Payables (Current)		
i) Total outstanding dues of micro and small enterprises (Note No. 21.01)	-	-
ii) Total outstanding dues of other than micro and small enterprises	52,595,210	54,973,153
TOTAL	52,595,210	54,973,153

21.01 The Company has taken steps to identify the suppliers who qualify under the definition of Micro, Small and Medium Enterprises as defined under Micro, Small and Medium enterprises Development (MSMED) Act, 2006, and the same is in progress. Based on available information, there are no balance outstanding as payable to such suppliers as at the year end. In the opinion of the management there are no amounts paid/payable towards interest under the said statute.

21.02 The Trade Payable include dues to Subsidiary Companies.

Subsidiary Company	As at 31.03.2020	As at 31.03.2019
ERA & WIP Timber JV SDN BHD	4,693,769	7,818,035
Southern Veneers and Woodworks Limited	1,312,124	3,964,533

Particulars	As at 31.03.20	As at 31.03.19
22. Financial Liabilities - Other (Current)		
a) Current Maturities of Long Term Debt (Note No 17.01 & 17.02)	20,740,843	20,524,479
b) Interest accrued	3,532,987	4,136
c) Unpaid Dividends (Note No. 22.01)	3,532,141	3,850,237
d) Trade Deposits	8,560,118	9,036,242
TOTAL	36,366,089	33,415,094

22.01 There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of Companies Act, 2013 as at the year end.

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

Particulars	As at 31.03.2020	As at 31.03.2019
23.Other Current Liabilities		
a) Revenue received in Advance		
Advance received from Customers	4,056,769	5,087,158
b) Deferred Income on Government Grant - BIRAC (Refer Note No : 23.01)	1,824,194	3,171,070
c) Statutory Dues	1,380,320	5,205,200
d) Other payable	26,491,443	30,517,749
(Including employee benefits and other operating Expense Payable)		
TOTAL	33,752,726	43,981,177

23.01 Government grant pertains to the grant in aid of Rs. 3,600,000/- sanctioned by Biotechnology Industry Research Assistance Council (BIRAC- A government of India Enterprises) for the research proposal entitled "Utilization of Paper Mill Sludge for the manufacturing of wood fiber based soft board and hardboards". During the year, as per the accounting policy, the company has recognized an amount of Rs. 1,346,876/- (for the year 2018- 2019 Rs. 4,28,930) as income under the head " Other income"- (Note. 26) and the balance amount of Rs. 18,24,194/- as "Deferred income on Government grant- BIRAC".

Particulars	As at 31.03.2020	As at 31.03.2019
24.Provisions (Current)		
i) For Employee Benefits		
Leave Encashment	576,031	189,275
ii) Other Provisions	526,711	1,201,535
TOTAL	1,102,742	1,390,810
24.01 Movement in Other provisions		
Balance at the beginning of the year	1,201,535	718,598
Add : Provision During the Year (Indirect Tax Related)	-	482,937
Less : Amount Utilised / Reversed During the year	674,824	-
	526,711	1,201,535

Notes attached to and forming part of Standalone Financial Statements.
(In Rs.)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
25. Revenue from Operations		
Plywood	154,648,614	175,245,384
Hardboard	468,083,172	475,850,385
SoftBoard	130,621,675	120,800,034
Pre Compressed Board	20,997,791	27,382,044
Compreg	109,180,674	133,247,869
Pre Finished Board	11,760,509	14,554,141
Furniture	10,547,831	12,433,777
Veneer	2,167,646	2,153,706
Other Miscellaneous Sales	13,617,962	13,206,732
Sale of Products	921,625,874	974,874,070
Other Operating Revenue		
Export Incentives	2,281,698	4,878,521
Total	923,907,572	979,752,591
26. Other Income		
Interest Income		
Bank Deposits	616,315	971,910
Others	394,028	425,500
Dividend Income (Quoted)	50,000	32,500
Other Gains		
Net Foreign Exchange Gain	3,083,663	-
Net Gain on Sale of Property, Plant & Equipment	1,073,807	50,000
Other Non operating Income		
Government Grant Income (See Note No: 23.01)	1,346,876	428,930
Liabilities/Provisions no longer required written back	-	1,822,054
Refund of Indirect Taxes	-	1,357,171
Other Non operating Income	205,170	71,802
	6,769,859	5,159,867
27. Cost of Materials Consumed		
Inventory at the beginning of the year	22,203,238	17,277,157
Add: Purchases	348,058,695	392,957,700
Less : Inventory in Transit	1,133,475	5,978,592
Less: Inventory at the end of the year	26,113,334	16,224,646
	343,015,124	388,031,619
28. Changes in Inventories of Finished Goods and Work in Progress		
Inventory at the beginning of the year		
Finished Goods	185,884,295	215,927,676
Work-in-progress	42,025,471	48,681,960
	227,909,766	264,609,636

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Inventory at the end of the year		
Finished Goods	162,329,249	185,884,295
Work-in-progress	39,561,465	42,025,471
	201,890,714	227,909,766
(Increase) /decrease in Inventory	26,019,052	36,699,870
29. Employee Benefit Expenses		
Salaries, Wages and Bonus	128,772,689	109,668,835
Contribution to Provident and Other Funds	13,901,864	12,750,995
Workmen and Staff Welfare Expenses	5,617,765	4,406,069
Gratuity (Refer Note No : 34)	2,295,227	3,064,076
Leave Encashment (Refer Note No: 34)	2,252,565	-
	152,840,110	129,889,975
30. Finance Costs		
Interest expenses	19,623,681	28,236,925
Other Borrowing Cost (Processing Charges)	2,614,688	1,188,028
	22,238,369	29,424,953
31. Other Expenses		
Consumption of stores and spares	5,383,034	5,317,853
Packing and Forwarding cost	27,831,212	26,795,947
Freight	25,402,548	26,576,291
Power & Fuel	162,994,399	167,926,520
Job Work Charges	31,606,616	33,332,257
Rent	2,517,559	2,714,283
Repairs and Maintenance :		
Machinery	40,301,964	39,617,854
Building	5,711,567	3,540,530
Others	1,551,264	1,354,474
Commission and Discount	7,811,668	10,218,131
Insurance	4,015,683	3,956,113
Rates & Taxes	1,674,912	2,536,545
Payments to Auditors (Note No: 31.01)	1,012,990	950,587
Provision for Doubtful Debt and Advances (Note No: 31.02)	2,521,395	269,874
Travelling expenses	8,495,772	9,130,713
Directors Sitting fees	225,000	150,000
Legal & Professional Charges	3,652,448	3,622,229
Security Charges	3,515,134	3,166,510
Bank Charges	833,088	900,737
Net Foreign Exchange Loss	-	1,704,991
Miscellaneous expenses	5,115,515	6,394,293
	342,173,768	350,176,732

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
31.01. Payments to Auditors		
a) Statutory audit fee	500,000	500,000
b) Other services		
i) Taxation matters (including tax audit)	185,000	138,000
ii) Others	265,000	250,000
c) Reimbursement of Expenses	62,990	62,587
	1,012,990	950,587

31.02. Provision for Doubtful Debt and Advances

Total bad debts/irrecoverable deposits and advances written off during the FY 2019-20 Nil (FY 2018-19 Rs. 28,91,506)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
32. Tax Expenses		
Income tax recognised in Statement of Profit and Loss		
Current tax	8,645,000	7,787,189
(Excess) provision of earlier years current tax	-	(367,580)
Deferred tax	(2,429,000)	1,239,000
	6,216,000	8,658,609
32.01 The income tax expenses for the year can be reconciled to the accounting profit as follows:		
Profit before tax	22,969,712	30,171,764
Applicable Tax Rate	27.820%	27.820%
Computed Tax Expense	6,390,174	8,393,785
Tax effect on :		
Exempted income / Provision Adjustments	(36,777)	(995,394)
Expenses disallowed & Other	2,291,603	1,824,867
Unabsorbed Loss	-	(1,436,068)
Current Tax Provision (A)	8,645,000	7,787,189
Applicable Deferred tax rate (Subsequently enacted rate)	27.820%	27.820%
Deferred Tax on account of Tangible Assets	(2,165,000)	(1,810,000)
Unabsorbed Loss	-	2,002,000
Deferred Tax on Other Items	(264,000)	1,047,000
Deferred tax Provision (B)	(2,429,000)	1,239,000
(Excess) provision of earlier years current tax (C)	-	(367,580)
Tax Expenses recognised in Statement of Profit and Loss (A + B + C)	6,216,000	8,658,609

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
33. Earnings per equity share		
Earnings per equity share has been computed as under		
Profit for the period (Rs)	16,753,712	21,513,155
Add : Preference Dividend	-	-
Net profit available to equity shareholders	16,753,712	21,513,155
Weighted Average Number of Equity Shares of Rs. 10/- each (fully paid-up) - in Numbers	8,487,340	8,487,340
Earnings per share - Basic & Diluted	1.97	2.53

33.01 The company does not have any potential equity shares and thus weighted average number of shares for computation of basic EPS and diluted EPS remains same.

34. Disclosure required under Ind AS 19 “Employee Benefits”
a) Defined Contribution Plans

Amount recognised in the Statement of Profit & Loss is as follows (Refer Note No 29):

Particulars	As at 31.03.2020	As at 31.03.2019
Employers Contribution to Provident Fund	10,177,348	8,965,793
Employers Contribution to Employees State Insurance	3,724,516	3,785,202

b) Defined Benefit Plans - Gratuity : Funded Obligation

(A) ACTUARIAL ASSUMPTIONS	As at 31.03.2020	As at 31.03.2019
Mortality Rate	Indian Assured Lives Mortality [1994-96] Ultimate	Indian Assured Lives Mortality [1994-96] Ultimate
Discount Rate	7.50% p.a.	7.50% p.a.
Salary escalation rate *	5.00% p.a.	5.00% p.a.
Expected Return on Plan Assets	7.50% p.a.	8.00% p.a.
Expected Average Remaining Working Lives of Employees (years)	8.72	9.25

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

	As at 31.03.2020	As at 31.03.2019
(B) RECONCILIATION OF PRESENT VALUE OF OBLIGATIONS		
Present Value of Obligations at the beginning of the year	3,96,93,730	40,049,606
Interest Cost	3,072,221	3,078,493
Current Service Cost	2,538,447	3,081,259
Benefits paid	(2,968,880)	(6,481,106)
Actuarial (gain)/loss (Experience Adjustment)	6,495,546	(34,522)
Present Value of Obligations at the end of the year	48,831,064	39,693,730

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

	As at 31.03.2020	As at 31.03.2019
(C) RECONCILIATION OF FAIR VALUE OF PLAN ASSETS		
Fair Value of the Plan Assets at the beginning of the year	41,729,524	42,051,050
Expected Return on Plan Assets	3,129,714	3,364,084
Actuarial Gain/(loss) on Plan Assets	185,727	(268,408)
Contributions	7,063,252	3,063,904
Benefits Paid from Fund	(2,968,880)	(6,481,106)
Assets distributed on settlement (if applicable)	-	-
Fair Value of Plan Assets at the end of the year	49,139,337	41,729,524
(D) NET LIABILITY / (ASSETS) RECOGNISED IN THE BALANCESHEET		
Present Value of Obligations as at the end of the year	48,831,064	39,693,730
Fair Value of Plan Assets as at the end of the period	49,139,337	41,729,524
Funded Status	308,273	2,035,794
Unrecognized Actuarial (gains)/losses	-	-
Net liability /(Assets) Recognized in Balance Sheet	(308,273)	(2,035,794)
(E) EXPENSES RECOGNIZED IN STATEMENT OF PROFIT AND LOSS FOR THE YEAR		
Current Service Cost	2,538,447	3,081,259
Interest Cost	3,072,221	3,078,493
Expected Return on Plan Assets	(3,315,441)	(3,095,676)
Net Charge to the Statement of Profit and Loss	2,295,227	3,064,076
(F) EXPENSES RECOGNIZED IN OTHER COMPREHENSIVE INCOME (OCI) FOR THE YEAR		
Net actuarial (gain)/loss recognized in the period - Obligation	6,495,546	(34,522)
Net actuarial (gain)/loss recognized in the period - Plan Assets	-	-
Net Charge to the Statement of OCI	6,495,546	(34,522)

(G) SENSITIVITY ANALYSIS ON GRATUITY

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period and may not be representative of the actual change, while holding all other assumptions constant.

PARTICULARS	March 31, 2020		March 31, 2019	
	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation				
On Discount rate	46,013,191	51,964,448	37,283,130	42,378,138
On Salary increase rate	51,490,307	46,394,926	41,975,834	37,605,602
On Employee turnover	74,263,909	23,398,218	60,367,547	19,019,912

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

c) Long Term Employee Benefits - Compensated Absences : Unfunded Obligation

(A) ACTUARIAL ASSUMPTIONS	As at 31.03.2020	As at 31.03.2019
Mortality Rate	Indian Assured Lives Mortality [1994-96] Ultimate	Indian Assured Lives Mortality [1994-96] Ultimate
Discount Rate	7.50% p.a.	7.50% p.a.
Salary escalation rate *	5.00% p.a.	5.00% p.a.
Expected Return on Plan Assets	-	-
Expected Average Remaining Working Lives of Employees (years)	8.19	8.31

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

	As at 31.03.2020	As at 31.03.2019
(B) RECONCILIATION OF PRESENT VALUE OF OBLIGATIONS		
Present Value of Obligations at the beginning of the year	2,171,689	3,641,555
Interest Cost	174,709	284,825
Current Service Cost	315,548	312,227
Benefits paid	(50,611)	(180,166)
Actuarial (gain)/loss (Experience Adjustment)	1,762,308	(1,886,752)
Present Value of Obligations at the end of the year	4,373,643	2,171,689
(C) NET LIABILITY / (ASSETS) RECOGNISED IN THE BALANCESHEET :		
Present Value of Obligations as at the end of the year	4,373,643	2,171,689
Unrecognized Actuarial (gains)/losses	-	-
Net liability /(Assets) value of Unfunded Obligation Recognized in Balance Sheet	4,373,643	2,171,689
(D) EXPENSES RECOGNIZED IN STATEMENT OF PROFIT AND LOSS FOR THE YEAR		
Current Service Cost	315,548	312,227
Interest Cost	174,709	284,825
Net actuarial (gain)/loss recognized in the period	1,762,308	(1,886,752)
Net Charge to the Statement of Profit and Loss	2,252,565	(1,289,700)

(E) SENSITIVITY ANALYSIS ON LONG TERM EMPLOYEE BENEFITS - COMPENSATED ABSENCES

Significant actuarial assumptions for the determination of the compensated absence obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period and may not be representative of the actual change, while holding all other assumptions constant.

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

PARTICULARS	March 31, 2020		March 31, 2019	
	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation				
On Discount rate	4,125,104	4,649,746	2,031,045	2,328,945
On Salary increase rate	4,609,950	4,156,768	2,309,308	2,046,050
On Employee turnover	6,651,582	2,095,703	3,302,777	1,090,600

All the above disclosures are based on information furnished by the independent actuary.

35 Related party disclosures, as required by Ind AS 24, "Related Party Disclosures" are given below:

Subsidiary Companies	The Kohinoor Saw Mills Company Limited Southern Veneers & Wood Works Limited ERA & WIP Timber (JV) SDN BHD Mayabandar Doors Limited
Key Managerial Personnel	Mr. P.K. Mayan Mohamed - Managing Director
Relatives of Key Managerial Personnel	Mr P K Mehaboob Mohamed Estate of Late P K Mohamed
Enterprise over which key management personnel or their relatives are able to exercise significant control	M/s Kushal Boards Classic Sports Goods Pvt Ltd Windmach Sports Goods (P) Ltd

Notes attached to and forming part of Standalone Financial Statements.

(In Rs)

Particulars	Subsidiaries		Key Management Personnel		Relatives of key Management Personnel		Enterprises		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Purchase of Goods (Net) / Assets										
ERA & WIP Timber JV SDN,BHD	38,072,191	29,265,480							38,072,191	29,265,480
Mayabandar Doors Ltd	1,891,986	2,879,095							1,891,986	2,879,095
Kohinoor Saw Mills Company Limited	60,238	400,000							60,238	400,000
Southern Veneers & Woodworks Limited	-	4,000,000							-	4,000,000
Sale of Goods (Net)/Assets										
ERA & WIP Timber JV SDN,BHD	-	689,559							-	689,559
Mayabandar Doors Ltd	1,709,019	2,096,207							1,709,019	2,096,207
Classic Sports Goods Pvt Ltd							3,500	-	3,500	-
Windmach Sports Accessories							273,945	129,145	273,945	129,145
Lease Rent Paid										
Kohinoor Saw Mills Company Limited	168,000	168,000							168,000	168,000
Southern Veneers & Woodworks Limited	108,000	178,000							108,000	178,000
Services Received										
P.K Mayan Mohamed			4,200,000	4,200,000					4,200,000	4,200,000
P K Mehaboob Mohamed					567,774	560,704			567,774	560,704
Finance (Interest on Loan)										
P.K Mayan Mohamed			13,192	12,413					13,192	12,413

Notes attached to and forming part of Standalone Financial Statements.

(In Rs)

Particulars	Subsidiaries		Key Management Personnel		Relatives of key Management Personnel		Enterprises		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Investments										
Southern Veneers & Woodworks Limited	5,000,000	5,000,000							5,000,000	5,000,000
Kohinoor Saw Mills Company Limited	454,100	454,100							454,100	454,100
Mayabandar Doors Ltd	75,225,459	75,225,459							75,225,459	75,225,459
ERA & WIP Timber JV SDN,BHD	26,498,870	26,498,870							26,498,870	26,498,870
Amounts Receivables										
Kohinoor Saw Mills Company Limited (Towards Advance Payment)	48,988	88,825							48,988	88,825
Kohinoor Saw Mills Company Limited (Towards lease rent deposit)	950,000	950,000							950,000	950,000
Mayabandar Doors Ltd (Towards sale of goods)	5,776,142	5,348,287							5,776,142	5,348,287
Classic Sports Goods Pvt Ltd (Towards sale of goods)							3,500	-	3,500	-
Kushal Boards (Towards sale of goods)							34,633	34,633	34,633	34,633
Amounts Payable										
Southern Veneers & Woodworks Limited	1,312,124	3,964,533							1,312,124	3,964,533
ERA & WIP Timber JV SDN,BHD (Towards purchase of goods)	4,693,769	7,818,035							4,693,769	7,818,035
P. K Mayan Mohammed			209,878	198,005					209,878	198,005
Estate of Late P K Mohamed					287,117	687,117			287,117	687,117

*As the liabilities for defined benefit plans are provided on actuarial basis for the Company as a whole, the amounts pertaining to Key Management Personnel are not included.

Notes attached to and forming part of Standalone Financial Statements.
36 Financial Instruments:
36.01 Capital Management :

The Company manages its capital to ensure that the Company will be able to continue as a going concern and maximising the return to stakeholders through efficient allocation of capital towards expansion of business, optimisation of working capital requirements and deployment of surplus funds into various investment options. The funding requirement is met through equity, internal accruals, long term borrowings and short term borrowings.

The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the Company. Net debt includes interest bearing borrowings less cash and cash equivalents and other bank balances.

The table below summarises the capital, net debt and net debt to equity ratio of the Company : (In Rs.)

Particulars	Notes	As at 31.03.2020	As at 31.03.2019
Equity Share Capital	15	84,873,400	84,873,400
Other Equity	16	356,373,008	355,483,086
Total Equity (A)		441,246,408	440,356,486
Non-Current Borrowings	17	150,051,238	155,840,646
Current Borrowings	20	45,692,209	91,261,080
Current Maturity of Long Term Debt	22 (a)	20,740,843	20,524,479
Gross Debt (B)		216,484,290	267,626,205
Less : Cash and Cash Equivalents	10	18,148,863	32,133,780
Less : Other Bank Balances	11	11,847,370	18,787,302
Net Debt (C)		186,488,057	216,705,123
Total Capital (Equity + Net Debt) (D)		627,734,465	657,061,609
Net Debt to Total Capital (C / D)		0.30	0.33

36.02 Fair value of Financial Assets and Liabilities:

Carrying value and Fair value of each category of Financial assets and liabilities are as follows -

Particulars	Notes	Carrying value & Fair Value as on	
		As at 31.03.2020	As at 31.03.2019
Financial assets :			
Measured at fair value through profit or loss			
Investment in Preference Shares	4(C)(a) & 8	52,000,000	52,000,000
Investments Govt Securities	4 (C) (b)	77,000	77,000
Measured at amortised cost			
Trade receivables	9	171,811,884	167,076,672
Cash and Bank balances	10 & 11	29,996,233	50,921,082
Loans	5 & 12	13,569,378	14,521,844
Other Financial Assets	13	26,734,368	31,101,280
Measured at cost			
Investment in Equity Shares of Subsidiaries	4 (A)	55,178,429	55,178,429
Measured at fair value through OCI			
Investment	4 (B)	4,734,600	6,220,100
Total		354,101,892	377,096,407

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

Financial Liabilities :			
Measured at amortised cost			
Borrowings	17 & 20	195,743,447	247,101,726
Trade Payable	21	52,595,210	54,973,153
Other Financial Liabilities	22	36,366,089	33,415,094
Total		284,704,746	335,489,973

Following Methods / Assumptions used to estimate fair value.

- 1) The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their face values since the Company does not anticipate that the carrying cost would be significantly different from the values that would eventually be received or settled.
- 2) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

36.03. Fair value Measurement hierarchy :

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities, measured at fair value on the balance sheet date :

Particulars	Fair value hierarchy (Level)	As at 31.03.2020	As at 31.03.2019
Financial assets at fair value :			
Investment Measured at -			
Fair value through OCI			
Investment	Level 1	4,309,500	5,795,000
Investment	Level 3	425,100	425,100
Fair value through Profit & Loss			
Investment	Level 3	52,077,000	52,077,000

There have been no transfers between Level 1 and Level 3 during the year. Also refer Note 36.02

36.04 Financial risk management objectives and policies :

The Company's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks foreign currency risk and credit risk. The Company's senior management has the overall responsibility for establishing and governing the Company's risk management framework. Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk are as follows -

a) Liquidity risk :

Liquidity risk represents the inability of the Company to meet its financial obligations within stipulated time. The Company manages liquidity risk by maintaining adequate reserves and banking facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments

Particulars	Less than 1 year	1 to 5 years	Above 5 years	Total
Balance 31 March 2020				
Borrowings	66,433,052	72,551,238	77,500,000	216,484,290
Trade Payable	52,595,210	-	-	52,595,210
Other Financial Liabilities	15,625,246	-	-	15,625,246
Total	134,653,508	72,551,238	77,500,000	284,704,746
Balance 31 March 2019				
Borrowings	111,785,559	68,340,646	87,500,000	267,626,205
Trade Payable	54,973,153	-	-	54,973,153
Other Financial Liabilities	12,890,615	-	-	12,890,615
Total	179,649,328	68,340,646	87,500,000	335,489,973

b) Market risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in foreign currency exchange rates, interest rates and equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

1) Foreign currency exchange rate risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company regularly evaluates exchange rate exposure arising from foreign currency transactions. The Company follows the established risk management policies and standard operating procedures.

i) The Company's exposure to unhedged foreign currency risk as at 31 March 2020 and 31 March 2019 are as follows.

Particulars	As at 31 March 2020		As at 31 March 2019	
	Foreign currency	INR	Foreign currency	INR
Receivables:				
USD	398,316	29,754,240	368,353	25,092,347
EURO	11,783	963,849	-	-
KR	-	-	19,500	142,935
Total	410,099	30,718,089	387,853	25,235,282
Payables:				
USD	15,116	1,151,839	82,925	5,798,914
EURO	-	-	4,945	390,738
MYR	311,582	4,693,769	496,383	7,818,035
Total	326,698	5,845,608	584,253	14,007,687

Notes attached to and forming part of Standalone Financial Statements.

(in Rs)

ii) Foreign Currency Sensitivity

The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 1% change in foreign currency rates, with all other variables held constant.

Particulars	Impact on Profit before tax			
	Increase 31 March 2020	Decrease 31 March 2020	Increase 31 March 2019	Decrease 31 March 2019
INR/USD	286,024	(286,024)	192,934	(192,934)
INR/MYR	(46,938)	46,938	(78,180)	78,180
INR/KR	-	-	1,429	(1,429)
INR/EURO	9,638	(9,638)	(3,907)	3,907

2) Interest rate risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in prevailing market interest rates. The Company's exposure to the risk due to changes in interest rates relates primarily to the Company's long term borrowings and short-term borrowings with floating interest rates. The Company constantly monitors its financing strategies to achieve an optimal financing cost.

i) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	As at 31.03.2020	As at 31.03.2019
Variable rate borrowings	215,771,650	266,226,805
Fixed rate borrowings	712,640	1,399,400
TOTAL	216,484,290	267,626,205

ii) Sensitivity Analysis

For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year, holding all other variables constant.

Particulars	Impact on Profit before tax	
	As at 31.03.2020	As at 31.03.2019
Interest rate increase by 1 %	(2,157,717)	(2,662,268)
Interest rate decrease by 1 %	2,157,717	2,662,268

3) Equity price risk :

The Company is exposed to equity price risk arising from Equity Investments (other than Subsidiaries, which are carried at cost). The fair value of equity investments classified through other comprehensive income as at March 31, 2020 & March 31, 2019 was Rs. 4,734,600 /- and Rs. 6,220,100 /- respectively.

Sensitivity Analysis :

The Sensitivity analysis has been determined based on the exposure to equity price risk at the end of the reporting period. A 10% change in equity prices of such securities held as at March 31, 2020 and March 31, 2019, would result in an impact of Rs. 4,73,460 /- and Rs. 6,22,010 /- respectively on equity before considering tax impact.

Notes attached to and forming part of Standalone Financial Statements.
c) Credit risk :

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. The company is exposed to credit risk from its operating activities predominantly trade receivables, foreign exchange transactions, loans and other financial assets. For these financial instruments, company generally doesn't have collateral.

a) Trade Receivables

Customer and vendor credit risk is managed by business through the Company's established policy, procedure and control relating to credit risk management. Outstanding customer receivables are regularly monitored. An impairment analysis is performed for all major customers at each reporting date on an individual basis. The impairment calculations are based on historical data. Trade Receivables generally having a credit period of 30 to 90 days. There is no material expected credit loss based on the past experience. However, the Company assesses the impairment of trade receivables on case to case basis and has accordingly created loss allowance.

b) Other financial assets

With regard to all the financial assets with contractual cashflows other than trade receivable, management believes these are quality assets with negligible credit risk. However, the Company assesses the impairment loss on loans, investments and other financial assets on case to case basis and has accordingly created loss allowance.

c) Allowance for trade receivables, loans, investments and other financial assets

Particulars	31.03.2020	31.03.2019
Balance at the beginning	18,145,956	20,767,588
Credit loss allowance recognised	2,521,395	269,874
Credit loss allowance reversed / write off	-	(2,891,506)
Balance at the end	20,667,351	18,145,956

37 Segment Information

The Company is engaged in the business of manufacture and sale of wood-based products, which form broadly part of one product group which represents one operating segment, as the Chief Operating Decision Maker (CODM), reviews business performance at an overall company level and hence disclosure requirements under Ind AS 108 on Operating Segment is not applicable.

38. The details of Provisions and Contingent Liabilities are as under. (Disclosed in terms of Ind AS – 37 on Provisions, Contingent Liabilities & Contingent Assets)

38.01. Contingent Liabilities	31.03.2020	31.03.2019
a) Letters of credit	-	1,415,383
b) Bank guarantees	6,696,095	7,465,094

38.02 Estimated amount of contract remaining to be executed on capital account and not provided for Rs. Nil/- (Rs. Nil/-)

39 The company has an internal control system in place, including in relation to internal controls over financial reporting, which is commensurate with the nature and size of its operations. These internal controls are reviewed/

Notes attached to and forming part of Standalone Financial Statements.

tested by the management/internal auditors on an ongoing basis and there are no material weaknesses/deficiencies. Further strengthening of the internal control systems/improvements are being assessed/carried out by the management on a continuing basis.

40 Leases :

The lease expenses for cancellable operating leases during the year ended 31st March 2020 is Rs. 25,17,559 /- (31st March 2019: Rs. 27,14,283 /-)

The Company's significant leasing arrangements in respect of operating lease, which includes cancellable leases generally ranging up to 11 months and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease rentals payable are charged as rent under Note No 31 to the financial statements.

- 41 The Financial Statements for the year ended 31st March 2020 were approved by the Board of Directors on 29th June 2020.
- 42 Figures have been rounded off to the nearest Rupee. Previous year figures have been regrouped/reclassified wherever necessary to correspond with current year classification/disclosure.
- 43 The outbreak of COVID-19 pandemic globally and in India has severely impacted businesses and economies. There has been disruption to regular business operations due to the measures taken to curb the impact of the pandemic. The Company's plants, warehouses and offices were shut post announcement of lockdown. Most of the operations have resumed post lifting of lockdown. The management has made a comprehensive assessment of the possible impact of COVID-19 on its business operation, financial assets, contractual obligations and its overall liquidity position based on the internal and external sources of information and application of reasonable estimates. The management noted that there is no impact on the carrying value of property, plant and equipment, recoverability of receivables, realisability of inventory and impairment assessment of financial and non-financial assets. The management believes that the company will be able to discharge the committed liabilities on due date. The company will continue to monitor the future material changes to economic conditions and impact thereof on its operations.

The accompanying notes form an integral part of these Standalone Financial Statements (1-43)

For and on behalf of the Board of Directors

As per our separate report of even date attached

P.K MAYAN MOHAMED

T.BALAKRISHNAN

R.BALAKRISHNAN

Managing Director
(DIN: 00026897)

Chairman
(DIN: 00052922)

CFO&Company Secretary
(M.No: 7119)

For **Sankar & Moorthy**
Chartered Accountants
Firm Reg. No. 0003575S

Jayaprakesh M C, F.C.A.
(Partner)

Mem. No. 215562

Place: Kannur

Date: 29.06.2020

INDEPENDENT AUDITORS' REPORT

To The Members of **The Western India Plywoods Limited**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of **THE WESTERN INDIA PLYWOODS LIMITED** (hereinafter referred to as "the Holding Company") and its four subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") which comprising of the Consolidated Balance Sheet as at 31st March, 2020, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity, the Consolidated Statement of Cash Flows for the year then ended, and notes to Consolidated Financial Statement, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditor on separate financial statements and on the other financial information of the subsidiary, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their consolidated state of affairs of the Group, as at 31st March, 2020, and their consolidated profit (including other comprehensive income), its consolidated statements of changes in equity and consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our auditing 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 consolidated financial statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act 2013 and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Sr. No	The Key Audit Matters	Auditor's Response
1	<p>Recoverability of Holding Company's insurance claim receivable</p> <p>Refer Note No : 12.01 to the accompanying consolidated financial statements</p> <p>As on 31st March, 2020, as per the consolidated financial statement, an amount of Rs. 2,10,36,634/- is outstanding as insurance claim and interest receivable from the insurance company based on the judgement in favour of the company by the Kerala State Consumer Disputes Redressal Commission,</p>	<p>Our audit procedures included, but were not limited to the following:</p> <ul style="list-style-type: none"> • We have assessed and reviewed the issue in detail and discussed with management, the recent developments and the present status. • Considered the Judgment in favor of the company by the Kerala State Consumer Disputes Redressal Commission.

<p>However, the insurance Company filed an appeal against the above said judgement and the condonation petition in respect of the same is yet to be heard.</p> <p>Considering the materiality involved and the uncertainty about the ultimate outcome of the appeal, the above matter is identified as Key Audit matters.</p>	<ul style="list-style-type: none"> • We considered external legal opinions, where relevant, obtained by management. • We assessed the adequacy of the company's disclosures in the financial statement <p>Based on our above procedure, the management's assessment and disclosure in respect of the above matter is considered to be reasonable.</p>
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Information Other than the Consolidated Financial Statements and Auditors' Report thereon

The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditors' report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("Act") with respect to the preparation of these consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated change in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standard specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the Consolidated Financial Statements by the directors of the Holding Company, as aforesaid.

In Preparing the consolidated financial statements, the respective board of directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing an opinion on whether the Holding Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the 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 Group'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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

- (a) We did not audit the financial statements / financial information of Indian subsidiaries - Southern Veneers and Woodworks Limited, Mayabandar Doors Limited and The Kohinoor Saw Mill Company Ltd and Foreign subsidiary - M/s ERA & WIP Timber JV SDN BHD, whose financial statements / financial information (before eliminating inter Company balances) reflect Total Assets of Rs. 6,20,59,858/- as at 31st March, 2020, Total Revenues of Rs. 9,06,72,878/- and net cash flows amounting to Rs. 44,79,203/- for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.
- (b) One of the subsidiaries M/s ERA & WIP Timber JV SDN BHD is located outside India whose financial statements & other financial information have been prepared in accordance with the accounting principles generally accepted in its respective country and which has been audited by other auditor under generally accepted auditing standards applicable in its respective country. The Company's management has converted the financial statements of such subsidiary located outside India from accounting principles generally accepted in its respective country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's Management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of the other auditor and conversion adjustments prepared by the management of the Company and audited by us.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements/financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, we report, to the extent applicable, 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 of the aforesaid Consolidated Financial Statements;
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the consolidated Cash Flow Statement dealt with by this report are in agreement with the relevant

books of accounts maintained for the purpose of preparation of the Consolidated Financial Statements.

- d) In our opinion, the aforesaid Consolidated financial statements comply with the Indian Accounting Standard specified under Section 133 of the Companies Act, 2013.
- e) On the basis of the written representations received from the Directors of the Holding Company as on 31st March, 2020, and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2020, from being appointed as a director in terms of section 164 (2) of the Companies Act, 2013.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent 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 consolidated financial statement disclose the impact of pending litigation as at 31st March, 2020 on the consolidated financial position of the Group - Refer Note No. 39 to the consolidated financial statements.
 - (II) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - (III) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its Subsidiary Companies Incorporated in India.

For Sankar & Moorthy
Chartered Accountants
Firm Reg. No. 0003575S

Jayaprakesh M C, F.C.A.
(Partner)

Mem. No. 215562
UDIN: 20215562AAAACB7895

Place: Kannur
Date: 29-06-2020

“ANNEXURE A” REFERRED TO IN PARAGRAPH 1 (f) UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR INDEPENDENT AUDITORS REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF THE WESTERN INDIA PLYWOODS LIMITED FOR THE YEAR ENDED 31ST MARCH, 2019

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

In conjunction with our audit of the Consolidated financial statements of **THE WESTERN INDIA PLYWOODS LIMITED** (hereinafter referred to as “the Holding Company”) and its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”) as at 31st March, 2020, We have audited the internal financial controls with reference to consolidated financial statements of the group as on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements 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 with reference to consolidated financial statements 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 with reference to consolidated financial statements reporting and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial control with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of the reports referred to in Other Matter Paragraph below, is sufficient and appropriate to provide

a basis for our audit opinion on the Group's internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to Consolidated Financial statements

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

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statement 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company and its subsidiary companies and based on the consideration of the report of other auditors of the subsidiaries, the Company has, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at 31st March, 2020, based on the internal control with reference to consolidated financial statement reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and the Operating effectiveness of Internal financial controls over financial reporting with reference to these Consolidated Financial Statements of the Holding Company, in so far as it relates to the subsidiary, is based on the corresponding reports of the auditors of such subsidiary. Our opinion is not modified in respect of this matter.

Place: Kannur
Date: 29-06-2020

For **Sankar & Moorthy**
Chartered Accountants
Firm Reg. No. 0003575S

Jayaprakesh M C, F.C.A.
(Partner)

Mem. No. 215562
UDIN: 20215562AAAACB7895

CONSOLIDATED BALANCE SHEET AS AT 31.03.2020

(In Rs.)

Particulars	Note No.	Asat 31.03.2020	Asat 31.03.2019
ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment	3	185,190,270	197,049,290
(b) Capital work-in-progress	3	2,434,954	725,962
(c) Goodwill on consolidation		28,011,446	28,011,446
(d) Financial Assets			
(i) Investments	4	4,811,600	6,297,100
(ii) Loans	5	10,643,914	10,757,431
(e) Other non-current assets	6	508,581	734,686
(2) Current assets			
(a) Inventories	7	266,605,493	299,172,334
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade receivables	8	169,658,398	164,896,615
(iii) Cash and cash equivalents	9	20,817,209	36,096,381
(iv) Bank balances other than (iii) above	10	11,847,370	18,787,302
(v) Loans	11	3,589,290	4,060,092
(vi) Other Financial assets	12	26,744,929	32,549,240
(c) Current Tax Assets (Net)		4,884,065	2,278,709
(d) Other current assets	13	9,289,718	9,503,341
Total Assets		745,037,237	810,919,929
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share capital	14	84,873,400	84,873,400
(b) Other Equity	15	307,297,439	308,544,936
(c) Non controlling interest	15	7,797,421	7,505,507
LIABILITIES			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	150,051,238	155,840,646
(b) Provisions	17	5,631,340	3,735,246
(c) Deferred tax liabilities (Net)	18	12,652,000	15,081,000
(2) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	47,746,467	93,512,800
(ii) Trade payables	20		
(a) Total outstanding dues of micro and small enterprises;		-	-
(b) Total outstanding dues of other than micro and small enterprises;		51,130,438	57,376,512
(iii) Other financial liabilities	21	36,366,089	33,415,094
(b) Other current liabilities	22	39,930,455	49,215,363
(c) Provisions	23	1,560,950	1,819,425
Total Equity and Liabilities		745,037,237	810,919,929

Significant Accounting Policies- See Note No 2

The accompanying notes form an integral part of these consolidated financial statements (1 to 44)

For and on behalf of the Board of Directors

As per our separate report of even date attached

P.K MAYAN MOHAMED T.BALAKRISHNAN R.BALAKRISHNAN
 Managing Director Chairman CFO&Company Secretary
 (DIN: 00026897) (DIN: 00052922) (M.No: 7119)

For **Sankar & Moorthy**
 Chartered Accountants
 Firm Reg. No. 0003575S

Jayaprakesh M C, F.C.A.
 (Partner)

Place: Kannur
 Date: 29.06.2020

Mem. No. 215562

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2020

(In Rs.)

Particulars	Note No.	For the year ended 31.03.2020	For the year ended 31.03.2019
I Revenue from operations	24	971,443,327	1,013,113,090
II Other income	25	7,897,558	5,187,818
III Total Income (I + II)		979,340,885	1,018,300,908
IV Expenses:			
Cost of materials consumed	26	354,847,763	405,965,923
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	27	28,434,763	26,290,759
Employee benefits expense	28	174,077,706	149,025,901
Finance costs	29	22,238,369	29,424,953
Depreciation and amortization expense	3	24,445,453	24,946,206
Other expenses	30	357,532,837	363,647,294
Total expenses (IV)		961,576,891	999,301,036
V Profit/(Loss) before Exceptional Items and tax (III - IV)		17,763,994	18,999,872
VI Exceptional Items (Net)		-	-
VII Profit / (Loss) Before tax (V + VI)		17,763,994	18,999,872
VIII Tax expense:	31		
(1) Current tax		8,435,789	7,891,925
(2) (Excess) provision of earlier years current tax		-	(367,580)
(3) Deferred tax		(2,429,000)	1,239,000
IX Profit /(Loss) for the period (VII - VIII)		11,757,205	10,236,527
Profit attributable to			
Equity holders of the Company		12,548,473	12,258,398
Non Controlling Interest		(791,268)	(2,021,871)
X Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss			
a) Remeasurements of post employment benefit obligations		(6,529,495)	33,833
b) Changes in fair value of FVOCI equity instruments		(1,485,500)	978,928
(ii) Income tax relating to items that will not be reclassified to profit or loss		1,326,000	-
		(6,688,995)	1,012,761

B	(i) Items that will be reclassified to profit or loss		
	a) Exchange difference on translation of foreign operations	3,184,951	799,426
	Other Comprehensive Income/Loss, net of Tax (A + B)	(3,504,044)	1,812,187
	Other Comprehensive Income/Loss, attributable to:		
	Equity holders of the Company	(4,587,226)	1,539,424
	Non Controlling Interest	1,083,182	272,763
XI	Total Comprehensive Income for the Year (IX + X) (Comprising Profit / (Loss) and Other Comprehensive Income for the Year)	8,253,161	12,048,714
	Total Comprehensive Income/Loss attributable to:		
	Equity holders of the Company	7,961,247	13,797,822
	Non Controlling Interest	291,914	(1,749,108)
	Earnings per equity share of Par Value of Rs. 10/- each		
	(1) Basic	1.47	1.20
	(2) Diluted	1.47	1.20
		32	

Significant accounting policies- See Note No 2

The accompanying notes form an integral part of these consolidated financial statements (1 to 44)

For and on behalf of the Board of Directors

As per our separate report of even date attached

P.K MAYAN MOHAMED T.BALAKRISHNAN R.BALAKRISHNAN
 Managing Director Chairman CFO&Company Secretary
 (DIN: 00026897) (DIN: 00052922) (M.No: 7119)

For **Sankar & Moorthy**
 Chartered Accountants
 Firm Reg. No. 0003575S

Jayaprakesh M C, F.C.A.
 (Partner)

Place: Kannur
 Date: 29.06.2020

Mem. No. 215562

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2020

(In Rs.)

Particulars	For the year ended 31 st March 2020	For the year ended 31 st March 2019
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) after taxation	11,757,205	10,236,527
Adjustments For:		
Depreciation / Amortization Expense	24,445,453	24,946,206
Tax expenses		
Current tax	8,430,585	7,524,345
Deferred Tax	(2,429,000)	1,239,000
Remeasurement of post employment benefits obligation	(6,529,495)	33,833
Allowance for doubtful trade receivables (net)	3,403,270	269,874
Dividend Income	(50,000)	(32,500)
Interest Income	(1,022,244)	(1,425,361)
Government grant income	(1,346,876)	(428,930)
Profit on sale of Property, plant and equipment	(1,073,807)	(50,000)
Finance Cost	22,238,369	29,424,953
Operating Profit before Working Capital Changes	57,823,460	71,737,947
Adjustments for		
(Increase)/ Decrease in Trade and Other Receivable	(1,532,901)	(25,406,674)
(Increase)/ Decrease in Inventories	32,566,841	34,060,234
Increase/ (Decrease) in trade and Other payables	(14,658,567)	(4,891,961)
Increase / (Decrease) in Provisions	1,637,619	(689,804)
Cash generated from operations	75,836,452	74,809,742
Add: Exceptional items	-	-
Cash flow after exceptional Item	75,836,452	74,809,742
Less: Direct Tax Paid(Net of Refund)	9,711,974	7,186,622
Net Cash From Operating Activities (A)	66,124,478	67,623,120
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment (including capital work-in-progress)	(15,366,741)	(6,670,965)
Proceeds from Sale of other Property,Plant and Equipment	2,145,122	450,000

Bank balances not considered as cash and cash equivalents	6,939,932	834,842
Capital Advance	(1,473,940)	(1,253,566)
Government Grant Received	1,440,000	1,080,000
Dividend Income	50,000	32,500
Interest Received (Including Debenture Interests)	1,252,761	1,250,594
Net Cash Flow From Investing Activities (B)	(5,012,866)	(4,276,595)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Non current Borrowings	(5,573,044)	(16,334,038)
Proceeds from Current Borrowings	(45,766,333)	(20,142,167)
Dividends Paid	(9,526,840)	(550,931)
Finance Cost	(18,709,518)	(29,582,016)
Net Cash Flow from Financing Activities (C)	(79,575,735)	(66,609,152)
D. INCREASE / DECREASE IN CASH AND CASH EQUIVALENTS (A + B + C)		
	(18,464,123)	(3,262,627)
Cash and Cash equivalent at the beginning of the year	36,096,381	38,559,582
Add: Foreign currency translation reserve	3,184,951	799,426
Cash and Cash equivalent at the end of the Year	20,817,209	36,096,381

Significant Accounting Policies- See Note No 2

The accompanying notes form an integral part of the consolidated financial statements (1 to 44)

Notes:

- i) The above Cash Flow statement has been prepared under the indirect Method as set out in Ind AS 7 on, "Statement of cash Flows"
- ii) For components of Cash and Cah equivalent refer note no. 9
- iii) Figures in bracket indicate Cash outflow.

For and on behalf of the Board of Directors

As per our report of even date attached

P.K MAYAN MOHAMED T.BALAKRISHNAN R.BALAKRISHNAN
 Managing Director Chairman CFO&Company Secretary
 (DIN: 00026897) (DIN: 00052922) (M.No: 7119)

For **Sankar & Moorthy**
 Chartered Accountants
 Firm Reg. No. 0003575S
Jayaprakesh M C, F.C.A.
 (Partner)
 Mem. No. 215562

Place: Kannur
 Date: 29.06.2020

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2020

(a) Equity Share Capital	No of Shares	Amount in Rs
Balance as on 31st March 2018	8,487,340	84,873,400
Changes in Equity share capital During the Year	-	-
Balance as on 31st March 2019	8,487,340	84,873,400
Changes in Equity share capital During the Year	-	-
Balance as at 31st March 2020	8,487,340	84,873,400

(b) Other Equity

(in Rs)

Particulars	Reserves & Surplus						Item of Other Comprehensive Income			Total	Non controlling interest
	Capital Reserve	Capital Redemption Reserve	Securities Premium Account	Export Profit Reserve	General Reserve	Retained Earnings	Foreign Currency Translation Reserve	Comprehensive Income			
								Other Items of Other Comprehensive Income(Loss)	Equity Instruments through O C I		
Balance at the end of March 31, 2018	1,803,764	132,000,000	44,196,050	1,924,094	8,264,857	111,003,976	(314,982)	(8,941,716)	4,811,071	294,747,114	9,254,615
Profit for the year						12,258,398		33,914		12,258,398	(2,021,871)
a) Remeasurements of post employment benefit obligations											(81)
b) Changes in fair value of FVOCI equity instruments									978,928	978,928	
c) Income tax relating to items that will not be reclassified to profit or loss											
d) Exchange difference on translation of foreign operations											
Total comprehensive income for the year						12,258,398	526,582	33,914	978,928	13,797,822	(1,749,108)
Dividend including tax thereon											
Transfer to Capital Redemption Reserve											
Balance at the end of March 31, 2019	1,803,764	132,000,000	44,196,050	1,924,094	8,264,857	123,262,374	211,600	(8,907,802)	5,789,999	308,544,936	7,505,507
Profit for the year						12,548,473		(6,525,653)		12,548,473	(791,268)
a) Remeasurements of post employment benefit obligations											(3,842)
b) Changes in fair value of FVOCI equity instruments									(1,485,500)	(1,485,500)	
c) Income tax relating to items that will not be reclassified to profit or loss									1,326,000	1,326,000	
d) Exchange difference on translation of foreign operations							2,097,927			2,097,927	1,087,024
Total comprehensive income for the year						12,548,473	2,097,927	(5,199,653)	(1,485,500)	7,961,247	291,914
Dividend including tax thereon						(9,208,744)				(9,208,744)	
Balance at the end of March 31, 2020	1,803,764	132,000,000	44,196,050	1,924,094	8,264,857	126,602,103	2,309,527	(14,107,455)	4,304,499	307,297,439	7,797,421

Significant Accounting Policies- See Note No 2

The accompanying notes form an integral part of these consolidated financial statements (1 to 44)

For and on behalf of the Board of Directors

P.K MAYAN MOHAMED T.BALAKRISHNAN R.BALAKRISHNAN
 Managing Director Chairman
 (DIN: 00026897) (DIN: 00052922) (M.No: 7119)

Place: Kannur
 Date: 29.06.2020

As per our report of even date attached

For Sankar & Moorthy
 Chartered Accountants
 Firm Reg. No. 00035755
Jayaprakash M C, F.C.A.
 (Partner)

Mem. No. 215562

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

The Western India Plywood Ltd ('the Company' or 'the Parent') is a public limited company incorporated in India. The Company is a manufacturer of Wood based products including Hardboard, Plywood, and Compreg and has manufacturing facility at Kannur, Kerala. The Company caters to both domestic and international markets and has depots and dealer networks across India. The Registered office of the Company is located at Mill Road, Baliapatam, Kannur, Kerala-670010, and having three subsidiaries in India and one subsidiary in Malaysia. The Indian Subsidiaries are The Kohinoor Saw Mills Company Limited, Southern Veneers & Wood Works Limited and Mayabandar Doors Limited, and Malaysian Subsidiary is ERA & WIP Timber JV SDN BBHD. The Company is listed on National Stock Exchange (NSE), Mumbai.

The particulars of subsidiary companies, which are included in consolidation and the parent company's holding therein:-

Name	Country of incorporation	Percentage of holding as at 31 st March 2020	Percentage of holding as at 31 st March 2019
Mayabandar Doors Limited	India	88.68%	88.68%
ERA & WIP Timber JV SDN BBHD	Malaysia	65.87%	65.87%
Southern Veneers & Wood Works Limited	India	100%	100%
The Kohinoor Saw Mills Company Limited	India	90.82%	90.82%

2. Significant accounting policies & Key Accounting Estimates and Judgments

The significant accounting policies applied for the Group in the preparation of its Consolidated Financial Statements are listed below. The consolidated financial statements include the consolidated Balance sheet, consolidated statement of Profit and loss, consolidated Cash flow statement and consolidated Statement of changes in equity of the company and its Subsidiaries (The company and its subsidiaries constitute "the Group").

(a) Statement of compliance

The Consolidated Financial Statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013. The accounting policies are applied consistently to all the periods presented in the financial statements.

(b) Basis of preparation of Financial Statement

Consolidated Financial Statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. These consolidated financial statements are prepared by applying uniform accounting policies in use at the Group and have been applied consistently over all the periods presented.

The Consolidated Financial Statements are presented in Indian Rupees, which is the functional currency of the company and the currency of the primary economic environment in which the company operates.

(c) Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

Consolidation Procedure:

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent company with those of its subsidiaries.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy follows for accounting of goodwill on consolidation.
- Eliminate in full intra group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intra group transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full).
- Non-controlling interest represents the amount of equity not attributable, directly or indirectly, to the Company at the date on which investment in a subsidiary is made and its share of movements in equity since that date. Non-controlling interests in the results and equity of subsidiaries are shown separately in the Consolidated Statement of Profit and Loss, consolidated statement of changes in equity and Consolidated Balance Sheet respectively.
- Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.
- If the Group loses control over a subsidiary, it:
 - * Derecognises the assets (including goodwill) and liabilities of the subsidiary
 - * Derecognises the carrying amount of any non-controlling interests
 - * Derecognises the cumulative translation differences recorded in equity
 - * Recognises the fair value of the consideration received
 - * Recognises the fair value of any investment retained
 - * Recognises any surplus or deficit in profit or loss
 - * Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets

(d) Use of Estimates and Judgements :

In preparation of the Consolidated Financial Statements, the Group makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

These estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgements and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment, impairment of property, plant and equipment and investments, provision for employee benefits, income tax and other provisions, recoverability commitments and contingencies.

(e) Current / Non Current Classification:

The Group presents assets and liabilities in the consolidated balance sheet based on current/ noncurrent classification. Any asset or liability is classified as current if it satisfies any of the following conditions:

- i. The asset/liability is expected to be realized/settled in the Group's normal operating cycle;
- ii. The asset is intended for sale or consumption;
- iii. The asset/liability is held primarily for the purpose of trading;
- iv. The asset/liability is expected to be realized/settled within twelve months after the reporting period;
- v. The asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- vi. In the case of a liability, the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

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

All the assets and liabilities have been classified as current and non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Companies Act 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current- noncurrent classification of assets and liabilities.

(f) Fair Value

The management of the Group measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

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

Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 — inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

(g) Property, plant and equipment – Tangible Assets

Recognition and measurement:

Freehold land is stated at historical cost. All other items of property, plant and equipment is stated at historical cost less accumulated depreciation and accumulated impairment losses if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All up gradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Capital work in progress and Capital advances:

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of fixed assets outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight line basis. Land is not depreciated.

(h) Impairment of Non financial assets

At each reporting date, the Group assesses whether there is any indication that an asset may be impaired, based on internal or external factors. If any such indication exists, the Group estimates the recoverable amount of the asset or the cash generating unit. If such recoverable amount of the asset or cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognised are accordingly reversed in the statement of profit and loss.

(i) **Financial Instruments**

1) Recognition and Initial measurement

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs in relation to financial assets and financial liabilities, other than those carried at fair value through profit or loss (FVTPL), are adjusted to the fair value. Transaction costs in relation to financial assets and financial liabilities which are carried at fair value through profit or loss (FVTPL), are charged to the statement of profit and loss.

2) Classification and subsequent measurement of financial assets

i) Debt Instruments

For the purpose of subsequent measurement, financial assets in the nature of debt instruments are classified as follows:

Amortised cost - Financial assets that are held within a business model whose objective is to hold the asset in order to collect contractual cash flows that are solely payments of principal and interest are subsequently measured at amortised cost less impairments, if any. Interest income calculated using effective interest rate (EIR) method and impairment loss, if any are recognised in the statement of profit and loss.

Fair value through other comprehensive income (FVOCI) - Financial assets that are held within a business model whose objective is achieved by both holding the asset in order to collect contractual cash flows that are solely payments of principal and interest and by selling the financial assets, are subsequently measured at fair value through other comprehensive income. Changes in fair value are recognized in the other comprehensive income (OCI) and on de-recognition, cumulative gain or loss previously recognised in OCI is reclassified to the statement of profit and loss. Interest income calculated using EIR method and impairment loss, if any are recognised in the statement of profit and loss.

Fair value through profit or loss (FVTPL) - A financial asset which is not classified in any of the above categories are subsequently measured at fair valued through profit or loss. Changes in fair value and income on these assets are recognised in the statement of profit and loss.

ii) Equity Instruments

The Group has made investment in equity instruments that are initially measured at fair value. These investment are strategic in nature and held on a long-term basis. Accordingly, the Group has elected irrevocable option to measure such investments at FVOCI. The Group makes such election on an instrument-by-instrument basis. Pursuant to such irrevocable option, changes in fair value are recognised in the OCI and are subsequently not reclassified to the statement of profit and loss.

3) Classification and subsequent measurement of financial liabilities

For the purpose of subsequent measurement, financial liabilities are classified as follows:

Amortised cost - Financial liabilities are classified as financial liabilities at amortised cost by default. Interest expense calculated using EIR method is recognised in the statement of profit and loss.

Fair value through profit or loss (FVTPL) - Financial liabilities are classified as FVTPL if it is held for trading, or is designated as such on initial recognition. Changes in fair value and interest expense on these liabilities are recognised in the statement of profit and loss.

4) De recognition of financial assets and financial liabilities

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows including risks and rewards of ownership. A financial liability is derecognised when the obligation under the liability is discharged or expires.

5) Impairment of financial assets

Financial assets that are carried at amortised cost and fair value through other comprehensive income (FVOCI) are assessed for possible impairments basis expected credit losses taking into account the past history of recovery, risk of default of the counterparty, existing market conditions etc. The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition.

For Trade receivables, the Group provides for expected credit losses based on a simplified approach as per Ind AS 109 – Financial Instruments. Under this approach, expected credit losses are computed on the basis of probability of defaults over the lifetime of the asset.

As a practical expedient, the Group uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

6) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

(j) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, cheques and drafts on hand including remittances in transit, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current financial liabilities in the balance sheet.

(k) Inventories

Inventories are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by item basis.

In determining the cost of inventories, weighted average cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition. Cost of manufactured inventories comprises of the direct cost of production and appropriate overheads. The net realisable value of bought out inventories is taken at the current replacement value.

(l) Employee benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Defined Contribution Plan

The Group has defined contribution plan for employees comprising of Provident Fund and Employee State Insurance. The contributions paid/payable to these plans during the year are charged to the statement of Profit and Loss for the year. Such benefits are classified as Defined Contribution Schemes as the Group does not carry any further obligations, apart from the contributions made on a monthly basis.

Defined Benefit Plans

- 1) Payment of Gratuity to employees is covered by the Group Gratuity cum Assurance Scheme of LIC of India, which is a defined benefit scheme and the company makes contribution 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 unrecognized past services cost if any and as reduced by the fair value of plan assets, is recognized in the accounts. Service cost and net interest expense or income is reflected in the Statement of Profit and Loss. Gain or Loss on account of re measurements is recognized immediately through Other Comprehensive Income in the period in which they occur.
- 2) In respect of Subsidiary Company M/s Mayabandar Doors Limited : 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. Service cost and net interest expense or income is reflected in the Statement of Profit and Loss. Gain or Loss on account of re measurements is recognized immediately through Other Comprehensive Income in the period in which they occur.

Other Long Term Employee Benefits

The Group has a scheme for compensated absences for employee, the liability of which is determined on independent actuarial valuation, conducted annually using the projected unit credit method. Actuarial gain and losses are recognized in full in the Statement of Profit and Loss for the period in which they occur. Accumulated compensated absences, which are expected to be availed or en cashed within 12 months from the end of the year and are treated as short term employee benefits.

(m) Provisions and Contingent liabilities

Provisions

Provisions are recognised when, as a result of a past event, the Group has a legal or constructive obligation; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. The amount so recognised is a best estimate of the consideration required to settle the obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation by discounting at a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability.

Contingent Liabilities

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

Contingent Assets

Contingent assets are neither recognised nor disclosed in the financial statements. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

(n) Government Grant

Government Grants are recognised where there is reasonable assurance that the grant will be received and all the attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

Government grants relating to the purchase of property, plant and equipment are included in current / non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

(o) Revenue recognition

Revenue from Contracts with Customers

- Revenue is recognized on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.
- Revenue is measured at the fair value of consideration received or receivable taking into account the amount of discounts, incentives, volume rebates, outgoing taxes on sales. Any amounts receivable from the customer are recognised as revenue after the control over the goods sold are transferred to the customer which is generally on dispatch/delivery of goods.
- Variable consideration - This includes incentives, volume rebates, discounts etc. It is estimated at contract inception considering the terms of various schemes with customers and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognized will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.
- Significant financing component - Generally, the Group receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

Export incentives are recognized on accrual basis, (except when there are significant uncertainties) based on estimated realizable value of such settlements.

Other income is recognized on accrual basis, (except when there are significant uncertainties).

Dividend income is recognized when the right to receive payment is established, which is generally when shareholders approve the dividend, Interest income is recognised in the Statement of Profit and Loss using the effective interest method.

(p) Borrowing cost

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

(q) Income tax

The income tax expense comprises of current and deferred income tax. Income tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in the other comprehensive income or directly in equity, in which case the related income tax is also recognised accordingly.

a. Current tax

Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years. The payment made in excess / (shortfall) of the Group's income tax obligation for the period are recognised in the balance sheet as current tax assets / liabilities.

b. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets are recognised for the future tax consequences to the extent it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realize the asset and settle the liability simultaneously.

(r) Foreign Currency translation

Group's Financial Statements are measured using currency of the primary economic environment in which the entity operates ('the functional currency'). The Group's consolidated financial statements are presented in Indian Rupee, which is parent Company's functional and presentation currency.

In preparing the financial statements of the Group, on initial recognition transactions in foreign currencies, other than the functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. Exchange difference arising on foreign exchange transactions settled during the year is recognised in the statement of profit and loss. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the rate prevailing at that date. The exchange gain/loss arising during the year is recognised in the Statement of Profit and Loss.

The financial statement of the overseas subsidiary are translated into Indian Rupee, which is the functional currency of the company, as follows-

- Proportionate assets and liabilities at the rates of exchange ruling at the year end
- Proportional revenue items at the average rates of exchange for the period
- Exchange rate difference arising on translation of above is recognised in other comprehensive income

On disposal of foreign operation, the associated exchange differences relating to that particular foreign operation are re-classified to profit and loss, as a part of the gain or loss on disposal

(s) Leases

Effective from 1st April 2019, the Group adopted Ind AS 116 – Leases and applied the standard to all lease contracts existing as on 1st April 2019 using the modified retrospective methods on the date of initial application. i.e 1st April 2019.

At inception of a contract, the Group assesses whether a contract is, or contains a lease. The assessment involves the exercise of judgement about whether:

- a) the contract involves the use of identified asset;
- b) the Group has substantially all of the economic benefit from the use of the asset through the Period of lease, and
- c) the Group has the right to direct the use of the asset.

i) As a lessee

The Group recognises a right-of-use of asset and lease liability at the lease commencement date. The right of use of asset is initially measured at cost, which comprise the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct cost incurred and an estimate of cost to dismantle and remove the underlying asset or the site on which it is located, less any lease incentives received.

The right to use of asset is subsequently depreciated using the straight line method from the commencement date to the earlier of the end of useful life of the right-of-use of asset or the end of the lease term. The estimated useful life of the right-of-use of asset are determined on the same basis as those of property and equipment. In addition, the right-to- use of assets periodically reduced by impairment losses. If any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initial measured at the present value of the lease payments that are not paid the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Subsequently the lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate. If there is a change in Group's estimate of the amount expected to be payable under a residual value guarantee, or if Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right of use of asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset had been reduced to zero.

Short term leases and leases of low value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The Group recognises the lease payments associated with these leases as an expense on a straight line basis over the lease term.

ii. As a lessor

Lease income from operating leases where the Group is a lessor is recognised in income on a straight line basis over the lease term unless the receipts expected are structured to increase in line with the expected general inflation to compensate for the expected inflationary cost increases. The respective leased asset are included in the balance sheet based on their nature.

(t) Earnings per share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the parent company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods

presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

(u) Change in accounting policies and disclosures

(a) Ind AS 116 - Leases

Effective from April 1, 2019 the Group has adopted Ind AS 116 "leases" as notified by the Ministry of Corporate Affairs (MCA) in the Companies (Indian Accounting Standards) Amendment Rules, 2019 using modified retrospective method. The application of Ind AS 116 did not have material impact on the Financial Statements.

(b) Ind AS 12 – Income Taxes

The Group has adopted Ind AS 12 "Income Taxes" as per Appendix C to Ind AS 12. The amendment to Ind AS 12 required the entities to consider recognition and measurement requirements when there is uncertainty over income tax treatments. The application of the amended provision to Ind AS 12 did not have material impact on the Financial Statements.

(c) Ind AS 23 – Borrowing Costs

The Group has adopted Ind AS 23 – Borrowing Cost has amended, which required the entity to calculate and apply the capitalisation rate on general borrowings, If any specific borrowing outstanding after the related asset is ready for its intended use or sale and the borrowing become part of the funds that entity borrows generally. This amendment is also did not have a material impact on the Financial Statements.

(v) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The group is engaged in the business of manufacture and sale of wood based products, which form broadly part of one product group and hence constitute a single business segment.

(w) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) after tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated based on the available information.

(x) New Standards and interpretations not yet adopted

The Ministry of Corporate Affairs ("MCA") notifies new Standards or amendments to the existing Standards. There is no such notification which would have been applicable from 1st April, 2020.

Notes attached to and forming part of Consolidated Financial Statements.
NOTE 3 - PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN PROGRESS

(In Rs.)

Particulars	Freehold land	Buildings	Plant & Equipments	Furniture & Fittings	Vehicles	Office Equipments	Computer	Total
Gross Carrying Amount [Cost / Deemed Cost]								
As at 31st March 2018	5,867,139	32,563,325	202,779,485	149,864	12,736,377	771,315	865,218	255,732,723
Additions/adjustment		8,954,195	7,090,533	6,270		393,085	179,702	16,623,785
Disposals/adjustments			1,185,800					1,185,800
As at 31st March 2019	5,867,139	41,517,520	208,684,218	156,134	12,736,377	1,164,400	1,044,920	271,170,708
Additions/adjustment		868,427	7,878,360	6,090	4,089,954	519,452	295,465	13,657,748
Disposals/adjustments	346,000				1,486,297			1,832,297
As at 31st March 2020	5,521,139	42,385,947	216,562,578	162,224	15,340,034	1,683,852	1,340,385	282,996,159
Accumulated Depreciation								
As at 31st March 2018		1,983,376	42,124,486	18,527	4,704,345	206,472	296,233	49,333,439
Depreciation during the year		1,166,456	21,397,231	2,832	1,968,644	149,593	261,450	24,946,206
Disposals/adjustments			158,227					158,227
As at 31st March 2019		3,149,832	63,363,490	21,359	6,672,989	356,065	557,683	74,121,418
Depreciation during the year		968,243	21,098,770	30,609	1,791,753	267,462	288,616	24,445,453
Disposals/adjustments					760,982			760,982
As at 31st March 2020		4,118,075	84,462,260	51,968	7,703,760	623,527	846,299	97,805,889
Net Carrying Amount								
As at 31st March 2018	5,867,139	30,579,949	160,654,999	131,337	8,032,032	564,843	568,985	206,399,284
As at 31st March 2019	5,867,139	38,367,688	145,320,728	134,775	6,063,388	808,335	487,237	197,049,290
As at 31st March 2020	5,521,139	38,267,872	132,100,318	110,256	7,636,274	1,060,325	494,086	185,190,270

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

Capital Work in Progress	As at 31 March 2020	As at 31 March 2019
(A) Plant & Machinery		
Opening	670,962	2,393,606
Add : Addition	1,708,992	1,019,952
Less : Capitalised / Adjustments	-	2,742,596
Closing	2,379,954	670,962
(B) Building		
Opening	-	7,242,644
Add : Addition	-	1,258,851
Less : Capitalised / Adjustments	-	8,501,495
Closing		
(C) Computer and Accessories		
Opening	55,000	-
Add : Addition		55,000
Less : Capitalised / Adjustments	-	-
Closing	55,000	55,000
Total (A) + (B) + (C)	2,434,954	725,962

- 3.01** Refer to Note No 16.01 for information on Plant and equipment pledged as security by the company.
- 3.02** Addition during the year includes borrowing cost Rs. Nil (as at 31 st March, 2019 Rs. Nil) Capitalised during the year as per Ind AS.
- 3.03** Work in Progress includes an amount of Rs. 1,194,490 /- (as at 31 st March, 2019 Rs. 6,70,962/-) being the Plant and Machinery (under process) purchased out of the Government Grant (BIRAC)

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)
4. Financial Assets- Investments (Non Current)

Particulars	As at 31.03.2020	As at 31.03.2019
A) Investments at fair value through other Comprehensive Income		
1. Investments in Equity Instruments		
Unquoted		
6,000 Equity Shares (As at 31.03.2019- 6,000) of Rs. 100/- each Fully paid up in Kutty Flush Doors and Furniture Co. (P) Ltd.	325,100	325,100
Quoted		
5000 Equity Shares (As at 31.03.2019 - 5000) of Rs. 1/- each Fully Paid up in HDFC Bank Ltd.	4,309,500	5,795,000
Unquoted		
10,000 Equity Shares (As at 31.03.2019-10,000) of Rs. 10/- each fully paid up in Transformers and Electricals Kerala Ltd.	100,000	100,000
10,000 Equity Shares (As at 31.03.2019-10,000) of Rs. 10/- each fully paid up in Keltron Component Complex Ltd, (Net of Impairment in value of Rs. 1,00,000(As at 31.03.2019- Rs. 1,00,000)	-	-
5,000 Equity Shares (As at 31.03.2019 - 5,000) of Rs. 10/- each fully paid up in SAIL-SCL Kerala Ltd. (Net of Impairment in value of Rs. 50,000/- (As at 31.03.2019- Rs. 50,000/-)	-	-
	4,734,600	6,220,100
B) Investment in Government Securities at amortised Cost		
National Savings Certificates	77,000	77,000
	77,000	77,000
TOTAL NON CURRENT INVESTMENTS	4,811,600	6,297,100
Aggregate amount of Quoted Investments	4,309,500	5,795,000
Aggregate Market Value of Quoted investments	4,309,500	5,795,000
Aggregate amount of Unquoted Investments	425,100	425,100
Aggregate amount of Impairment in value of investments	150,000	150,000

4.01. For details of classification of financial asset and fair value hierarchy Refer Note No 35

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
5. Financial Assets - Loans (Non-Current)		
a) Security Deposit		
Unsecured, Considered Good	10,643,914	10,757,431
Unsecured, Considered Doubtful	1,158,761	1,158,761
Less: Allowance for Credit Loss	(1,158,761)	(1,158,761)
	10,643,914	10,757,431
b) Others Loans		
(Advance for Inward Supply of Goods)		
Unsecured, Considered Good	-	-
Unsecured, Considered Doubtful	1,616,132	1,616,132
Less: Allowance for Credit Loss	(1,616,132)	(1,616,132)
	-	-
TOTAL	10,643,914	10,757,431
6. Other Non Current Assets		
a) Other Advances (Prepaid Expenses)	508,581	734,686
TOTAL	508,581	734,686
7. Inventories		
a) Raw Materials	29,656,445	24,065,988
b) Work in Progress	41,583,034	42,060,662
c) Finished Goods (Manufactured)	169,290,837	197,247,972
d) Stores and Spares	26,075,177	35,797,712
TOTAL	266,605,493	299,172,334
Included above, goods in transit		
(i) Raw Materials	-	1,282,792
(ii) Finished Goods	-	-
TOTAL	-	1,282,792

7.01 Method of valuation of inventories - See Note 2 (k) of Significant Accounting Policies.

7.02 During the year, write down made towards slow moving and non moving inventories for Rs. 1,08,43,332 (For the FY 2018-19 Rs. 2,26,01,701). Inventory value shown above are net of write down amount. These were recognised as an expense during the year through the changes in value of inventories of work in progress, stock-in-trade and finished goods in statement of profit or loss.

7.03 Working Capital borrowings are secured by hypothecation of inventories of the Company (See Note 20.01)

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
8. Financial Assets - Trade Receivables (Current)		
a) Unsecured, Considered Good	169,658,398	164,896,615
b) Unsecured, Considered Doubtful	22,903,430	19,928,192
	192,561,828	184,824,807
Less: Allowance for Credit Losses	(22,903,430)	(19,928,192)
TOTAL	169,658,398	164,896,615

8.01 Includes receivables from Related Parties (Refer Note 34)

8.02 For explanation on the companies credit risk management process (Refer Note 35.04)

9. Financial Assets - Cash and Cash Equivalents (Current)

Particulars	As at 31.03.2020	As at 31.03.2019
a) Balance with Banks		
(i) Current Accounts	20,066,240	32,680,360
(ii) EEFC Account	-	4,520
	20,066,240	32,684,880
b) Cheques on hand	-	2,853,835
c) Cash on hand	750,969	557,666
TOTAL	20,817,209	36,096,381
10. Financial Assets - Bank balances other than Cash and Cash Equivalents (Current)		
a) Unclaimed Dividend	3,532,132	3,850,228
b) Bank Deposits (With maturity more than 3 months but less than 12 months) (Above Bank Deposits are Margin Money Deposits held as security for availing Letter Credit and Bank Guarantee facilities.)	8,315,238	14,937,074
TOTAL	11,847,370	18,787,302
11. Financial Assets - Loans (Current) Unsecured, Considered Good		
a) Others		
Loans and advances to Employees	3,589,290	4,060,092
TOTAL	3,589,290	4,060,092
12. Financial Assets - Others (Current)		
a) Interest Receivables	127,152	360,842
b) Balance with Central Excise, Customs, VAT etc.	3,256,460	6,467,441
c) BIRAC Govt Grant Receivable	1,080,000	2,520,000
d) Export Incentive Receivables		
Unsecured, considered Good	1,244,683	2,164,323
Unsecured, considered Doubtful	58,225	45,155
Less: Provision for Doubtful Receivable	(58,225)	(45,155)
Total (d)	1,244,683	2,164,323
e) Insurance Claim Recievable (Note no: 12.01)		
Unsecured, considered Good	21,036,634	21,036,634
TOTAL	26,744,929	32,549,240

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

12.01 Insurance Claim Receivable recognised as income during year 2016-17 and the same is yet to be realised from the Insurance company. However based on the favorable independent legal advice, no provision is considered necessary at this stage.

12.02 For details of classification of financial asset and fair value hierarchy Refer Note No 35

13. Other Current Asset

Particulars	As at 31.03.2020	As at 31.03.2019
Trade Advance	4,346,708	4,275,093
Capital Advance	2,727,506	1,253,566
Prepaid Expenses	1,907,231	1,938,888
Gratuity (Refer Note no: 33)	308,273	2,035,794
TOTAL	9,289,718	9,503,341
14. Share Capital		
Authorised:		
1,00,00,000 Equity Shares (As at 31.03.2019- 1,00,00,000) of Rs. 10/- each	100,000,000	100,000,000
15,00,000 Redeemable Preference Shares (As at 31.03.2019- 15,00,000) of Rs. 100/- each	150,000,000	150,000,000
TOTAL	250,000,000	250,000,000
Issued:		
86,32,470 (As at 31.03.2019-86,32,470) Equity Shares of Rs. 10/- each	86,324,700	86,324,700
TOTAL	86,324,700	86,324,700
Subscribed & Paid Up		
84,87,340 Equity Shares (As at 31.03.2019- 84,87,340) of Rs. 10/- each fully paid up	84,873,400	84,873,400
TOTAL	84,873,400	84,873,400

14.01 Terms/ Rights Attached to Equity Shares

The Company has only one class of shares referred to as equity shares with a face value of Rs.10/- each. Each holder of an equity share is entitled to one vote per share. The company declares and pays dividend in Indian Rupees. In the event of liquidation of the company, the holders of equity shares will be entitled to receive the 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.

14.02 Reconciliation of Shares at the beginning and at the end of the financial year.

Particulars	31st March, 2020		31st March, 2019	
	No. of shares	Amount	No. of shares	Amount
a) Equity Shares				
At the beginning of the year	8,487,340	84,873,400	8,487,340	84,873,400
Add: Shares Issued during the year	-	-	-	-
At the end of the year	8,487,340	84,873,400	8,487,340	84,873,400

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)
14.03 Details of Shareholders holding more than 5% shares in the Company

Particulars	31st March, 2020		31st March, 2019	
	% of Holding	No. of Shares	% of Holding	No. of Shares
Equity Shares				
Life Insurance Corporation of India	10.50%	890,860	10.80%	916,860

Particulars	As at 31.03.2020	As at 31.03.2019
15. Other Equity		
Capital Reserve	1,803,764	1,803,764
Capital Redemption Reserve	132,000,000	132,000,000
Securities Premium Reserve	44,196,050	44,196,050
Export Profit Reserve	1,924,094	1,924,094
General Reserve	8,264,857	8,264,857
Retained Earnings	126,602,103	123,262,374
Foreign Currency Translation Reserve	2,309,527	211,600
Other Comprehensive Income/(Loss) (OCI)	(9,802,956)	(3,117,803)
Total	307,297,439	308,544,936
Non Controlling Interest	7,797,421	7,505,507
Total	315,094,860	316,050,443

15.01 Description of nature and purpose of each reserve

- i) **Capital Reserve** - Capital reserve was created during the earlier years.
- ii) **Capital Redemption Reserve** - This reserve was created at the time of Redemption of Preference Shares. During the FY 2017-18 Rs. 1,90,00,000/- was created and Rs. 11,30,00,000/- was created during earlier years.
- iii) **Securities Premium Reserve** - Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.
- iv) **Export profit Reserve** - This reserve was created out of profit during the earlier years.
- v) **General Reserve** - General reserve is created from time to time by way of transfer of profit from retained earnings for appropriation purpose. General reserve is created by transfer from one component of Equity to another and is not an item of Other Comprehensive Income.
- vi) **Retained Earnings** - Retained Earnings are the profits, that the company has earned till date, Less any transfer to General Reserve, dividend or other distributions paid to shareholders.
- vii) **Foreign Currency Translation Reserve:** - Exchange differences arising on translation of foreign operations are recognised in other Comprehensive Income as described in accounting policy and accumulated in a separate reserve within equity. The Cumulative amount is reclassified to profit and loss when the net investment is disposed off.
- viii) **Equity Instrument through Other Comprehensive Income (OCI)** - This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other Comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off
- ix) **Remeasurement of Net Defined Benefit Plan through Other Comprehensive Income (OCI):** This represents re-measurement gains and losses on post employment defined benefit plans recognised in other comprehensive income in accordance with Ind AS 19, "Employee Benefits"

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)
15.02 Dividend Distributed and Proposed

- i) Final dividend for the year ended 31st March 2019 of Rs. 0.90 /- (31st March 2018 - Nil) per equity share, declared and paid during the year by the Parent Company amounting to Rs. 92,08,744 /- including dividend distribution tax of Rs. 15,70,497 /- (Previous Year - Nil)
- ii) The Board of Directors at its meeting held on 29th June, 2020 has proposed equity dividend of Rs. Nil (FY 2018-19 - Rs. 0.90 /-) per share of Rs. 10 /- each for the Financial Year ended 31st March, 2020.

16. Financial Liabilities - Borrowings (Non-current)

Particulars	As at 31.03.2020	As at 31.03.2019
Secured		
a) Term Loan from Banks	12,551,238	215,646
b) Term Loan from Others	137,500,000	155,625,000
TOTAL	150,051,238	155,840,646

Refer Note No : 21 For Current Liabilities of above Loans

16.01 Details of Security :

Secured Loan	Nature of Security
a) From Banks (I & II)	
(i) Term Loan from Axis Bank Ltd	Secured by equitable mortgage of 386.75 cents of commercial / residential land of the company and also by the personal guarantee of the Managing Director. It is further secured by way of personal guarantee of new shareholder Directors who takes over the rights or shares of former Managing Director Late. Mr. P.K. Mohamed.
(ii) Vehicle Loan from HDFC Bank	Secured by hypothecation of the assets procured by availing the said loan and also by the personal guarantee of the Managing Director.
b) From Others	
KSIDC Loan III & Loan IV (Working Capital Term Loan)	Secured on first charge basis by mortgage of all immovable properties, present and future, and movable properties, including Machinery, Machinery spares, Tools and Accessories, present and future (save and except book debts), subject to prior charges created or to be created, except exclusive charge given to Axis bank Ltd for loan availed. The loans are also secured by way of mortgage of land of the subsidiary company M/s Kohinoor Saw Mill Company Ltd 1.05 Acres of Land together with Buildings, Plant and Machinery and Fixed Assets and Fittings thereon and also charge on 3.10 Acres of Land, Buildings, Plant and Machinery and Fixed Assets and Fittings of Subsidiary company M/s Southern Veneers and Woodworks Ltd; and by personal guarantee of the Managing Director.

16.02 : Repayment and other terms (In Rs.)

Particulars	Principal Terms & Conditions	31 st March 2020		31 st March 2019	
		Non-Current	Current	Non-Current	Current
(A) Secured Borrowings					
From Banks					
Axis Bank	The term loan was availed during the year 2019 and carries interest at a rate of 1.35% above the Bank's MCLR currently at 8.45%, presently applicable rate being 9.80%. The rate of interest is subject to revision from time to time at the discretion of the bank. The loan is repayable in 83 installments of Rs. 4,75,000/- and final installment at Rs. 5,75,000/- commencing from December, 2019.	12,551,238	5,700,000	-	6,710,798
HDFC Bank	Loan was taken during the year 2015 and carries an interest rate of 9.65%. The loan is repayable in 60 equated monthly installments of Rs. 27,940/- each from December, 2015.	-	215,645	215,646	298,632
	Total (A)	12,551,238	5,915,645	215,646	7,009,430
(B) From Others					
KSIDC Loan III	Loan was taken during the year 2015 and carries interest rate of 8.5% on 31-03-2020 (interest rate of 9.5% on 31.03.2019). The loan is repayable in 20 equal quarterly installments of Rs. 25,00,000/- each from November, 2015 with a repayment holiday for the principal for 3 quarters from 15.11.2016.	2,500,000	8,958,402	12,500,000	9,051,512
KSIDC Loan IV	Loan was taken during the year 2018 and carries interest rate of 8.65% on 31-03-2020 (interest rate of 9.75% on 31.03.2019). The loan is repayable in 36 quarterly varying installment after moratorium period of 12 months, repayment of installment will start from March 2019.	135,000,000	5,866,796	143,125,000	4,463,537
	Total (B)	137,500,000	14,825,198	155,625,000	13,515,04
	Total (A + B)	150,051,238	20,740,843	155,840,646	20,524,479

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
17. Provisions (Non Current)		
For Employee Benefits		
Gratuity	1,833,728	1,752,832
Leave Encashment	3,797,612	1,982,414
TOTAL	5,631,340	3,735,246
17.01 Disclosure required under Ind AS 19 "Employee Benefits", See Note No. 33		
18. Deferred tax Liabilities (net)		
Deferred Tax liabilities on		
Property plant and equipments	20,203,000	22,368,000
Sub-total (A)	20,203,000	22,368,000
Less: Deferred tax assets on		
Provision & Other Disallowance	7,551,000	7,287,000
Sub-total (B)	7,551,000	7,287,000
Total (A-B)	12,652,000	15,081,000

18.01 Movement of Deferred tax (assets)/ liabilities

Particulars	Opening Balance	Recognised in Profit & Loss A/c	Other Comprehensive Income	Closing balance
	For the Year Ended 31st March 2020			
Deferred tax liabilities on Property plant and equipments	22,368,000	(2,165,000)	-	20,203,000
Less : Deferred tax assets on Provision & Other Disallowance	7,287,000	264,000	-	7,551,000
Deferred tax (assets)/liabilities (net)	15,081,000	(2,429,000)	-	12,652,000
	For the Year Ended 31 st March 2019			
Deferred tax liabilities on Property plant and equipments	24,178,000	(1,810,000)	-	22,368,000
Less : Deferred tax assets on Unabsorbed Loss	2,002,000	(2,002,000)	-	-
Provision & Other Disallowance	8,334,000	(1,047,000)	-	7,287,000
Deferred tax (assets)/liabilities (net)	13,842,000	1,239,000	-	15,081,000

Particulars	As at 31.03.2020	As at 31.03.2019
19. Financial Liabilities - Borrowings (Current)		
a) Loan repayable on Demand		
From Banks (Secured) (Note 19.01)	45,195,214	90,375,958
b) Loan from related parties (Un Secured) (Note 19.02)	2,551,253	3,136,842
TOTAL	47,746,467	93,512,800

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

19.01 Working Capital loans availed from banks are repayable on demand and are secured by hypothecation of Raw Materials, Work In Progress, Finished Goods, Receivables and other current assets of the Company. The above loans are also secured by pari passu second charge over the entire fixed assets of the company and the personal guarantee of the Managing Director.

19.02 Loan from the Directors and Others are repayable on demand.

Particulars	As at 31.03.2020	As at 31.03.2019
20. Financial Liabilities - Trade Payables (Current)		
i) Total outstanding dues of micro and small enterprises (Note No. 20.01)	-	-
ii) Total outstanding dues of other than micro and small enterprises	51,130,438	57,376,512
TOTAL	51,130,438	57,376,512

20.01 The Company has taken steps to identify the suppliers who qualify under the definition of Micro, Small and Medium Enterprises as defined under Micro, Small and Medium enterprises Development (MSMED) Act, 2006, and the same is in progress. Based on available information, there are no balance outstanding as payable to such suppliers as at the year end. In the opinion of the management there are no amounts paid/payable towards interest under the said statute.

Particulars	As at 31.03.2020	As at 31.03.2019
21. Financial Liabilities - Other (Current)		
a) Current Maturities of Long Term Debt (Note No: 16.01 & 16.02)	20,740,843	20,524,479
b) Interest accrued	3,532,987	4,136
c) Unpaid Dividends (Note No: 21.01)	3,532,141	3,850,237
d) Trade Deposits	8,560,118	9,036,242
TOTAL	36,366,089	33,415,094

21.01 There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of Companies Act, 2013 as at the year end.

Particulars	As at 31.03.2020	As at 31.03.2019
22. Other Current Liabilities		
a) Revenue received in Advance Advance received from Customers	6,906,591	6,458,287
b) Government Grant Deferred Income (Refer Note No: 22.01)	1,824,194	3,171,070
c) Statutory Dues	1,788,160	6,350,409
d) Other payable (Including employee benefits and other operating Expense Payable)	29,411,510	33,235,597
TOTAL	39,930,455	49,215,363

22.01 Government grant pertains to the grant in aid of Rs. 3,600,000/- sanctioned by Biotechnology Industry Research Assistance Council (BIRAC- A government of India Enterprises) for the research proposal entitled "Utilization of Paper Mill Sludge for the manufacturing of wood fiber based soft board and hardboards". During the year, as per the accounting policy, the company has recognized an amount of Rs. 1,346,876/- (for the year 2018-2019 Rs. 4,28,930) as income under the head "Other income"- (Note. 25) and the balance amount of Rs. 18,24,194/- as "Deferred income on Government grant- BIRAC".

Notes attached to and forming part of Consolidated Financial Statements

(In Rs.)

Particulars	As at 31.03.2020	As at 31.03.2019
23. Provisions (Current)		
i) For Employee Benefit Gratuity (Note No: 33)	458,208	428,615
Leave Encashment	576,031	189,275
ii) Other Provisions	526,711	1,201,535
TOTAL	1,560,950	1,819,425
23.01 Movement in Other provisions		
Balance at the beginning of the year	1,201,535	718,598
Add : Provision During the Year (Indirect Tax Related)	-	482,937
Less : Amount Utilised / Reversed During the year	674,824	-
	526,711	1,201,535

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
24. Revenue from Operations		
Sale of Products	969,161,629	1,008,234,569
Other Operating Revenue		
Export Incentives	2,281,698	4,878,521
	971,443,327	1,013,113,090
25. Other Income		
Interest Income		
Bank Deposits	616,315	971,910
Others	410,719	453,451
Dividend Income		
Dividend (Quoted)	50,000	32,500
Other Gains		
Net Foreign Exchange Gain	3,083,663	-
Net Gain on Sale of Property, Plant & Equipment	1,073,807	50,000
Other Non operating Income		
Government Grant Income (See Note No : 22.01)	1,346,876	428,930
Liabilities/Provisions no longer required written back	-	1,822,054
Refund of Indirect Taxes	-	1,245,499
Other Non operating Income	1,316,178	183,474
	7,897,558	5,187,818
26. Cost of Materials Consumed		
Inventory at the beginning of the year	24,065,988	20,335,898
Add: Purchases	360,438,220	409,696,013
Less : Inventory in Transit	-	1,282,792
Less: Inventory at the end of the year	29,656,445	22,783,196
	354,847,763	405,965,923

Notes attached to and forming part of Consolidated Financial Statements
(In Rs.)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
27. Changes in Inventories of Finished Goods and Work in Progress		
Inventory at the beginning of the year		
Finished Goods	197,247,972	216,836,833
Work-in-progress	42,060,662	48,762,560
	239,308,634	265,599,393
Inventory at the end of the year		
Finished Goods	169,290,837	197,247,972
Work-in-progress	41,583,034	42,060,662
	210,873,871	239,308,634
(Increase) /decrease in Inventory	28,434,763	26,290,759
28. Employee Benefit Expenses		
Salaries, Wages and Bonus	148,117,292	127,093,594
Contribution to Provident and Other Funds	14,813,633	13,795,348
Workmen and Staff Welfare Expenses	6,255,861	4,725,337
Gratuity (Refer Note No : 33)	2,611,294	3,360,482
Leave Encashment (Refer Note No : 33)	2,279,626	51,140
	174,077,706	149,025,901
29. Finance Costs		
Interest expenses	19,623,681	28,236,925
Other Borrowing Cost (Processing Charges)	2,614,688	1,188,028
	22,238,369	29,424,953
30. Other Expenses		
Consumption of stores and spares	8,216,918	8,491,976
Packing and Forwarding cost	28,169,072	26,893,633
Freight	25,402,548	26,576,291
Power & Fuel	167,821,886	171,608,341
Job Work Charges	31,606,616	33,332,257
Rent	2,595,429	3,579,001
Repairs and Maintenance :		
Machinery	41,080,962	40,272,783
Building	6,283,439	4,373,746
Others	1,725,002	1,456,824
Commission and Discount	7,855,040	10,218,131
Insurance	4,100,266	4,058,883
Rates & Taxes	1,790,768	3,175,032
Payments to Auditors (Refer Note No: 30.01)	1,206,590	1,169,787

Notes attached to and forming part of Consolidated Financial Statements
(In Rs.)

Provision for Doubtful Debt and Advances	3,403,270	269,874
Travelling expenses	9,117,353	9,855,105
Directors Sitting fees	801,900	150,000
Legal & Professional Charges	4,298,407	4,048,067
Security Charges	3,839,134	3,286,510
Bank Charges	1,003,682	972,007
Net Foreign Exchange Loss	531,362	2,289,005
Miscellaneous expenses	6,683,193	7,570,041
	357,532,837	363,647,294
30.01. Payments to Auditors		
a) Statutory audit fee	670,600	699,200
b) Other services		
i) Taxation matters (including tax audit)	195,000	158,000
ii) Others	278,000	250,000
c) Reimbursement of Expenses	62,990	62,587
	1,206,590	1,169,787

30.02. Provision for Doubtful Debt and Advances

Total bad debts/Irrecoverable deposits and advances written off during the FY 2019-20 Nil (FY 2018-19 Rs. 28,91,506)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
31. Tax Expenses		
Income tax recognised in Statement of Profit and Loss		
Current tax	8,435,789	7,891,925
(Excess) provision of earlier years current tax	-	(367,580)
Deferred tax	(2,429,000)	1,239,000
	6,006,789	8,763,345
31.01 The income tax expenses for the year can be reconciled to the accounting profit as follows:		
Profit before tax	17,763,994	18,999,872
Applicable Tax Rate	27.820%	27.820%
Computed Tax Expense	4,941,943	5,285,764
Tax effect on :		
Exempted income / Provision Adjustments	(36,777)	(995,394)
Expenses disallowed & Other	2,632,403	1,806,306
Unabsorbed Loss	-	(1,436,068)
Net loss From subsidiaries	898,220	3,231,317
Current Tax Provision (A)	8,435,789	7,891,925

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

Applicable Deferred tax rate (Subsequently enacted rate)	27.820%	27.820%
Deferred Tax on account of Tangible Assets	(2,165,000)	(1,810,000)
Unabsorbed Loss	-	2,002,000
Deferred Tax on Other Items	(264,000)	1,047,000
Deferred tax Provision (B)	(2,429,000)	1,239,000
(Excess) provision of earlier years current tax (C)	-	(367,580)
Tax Expenses recognised in Statement of Profit and Loss (A + B + C)	6,006,789	8,763,345
32. Earnings per equity share		
Profit after taxation (Rs.)	12,548,473	10,236,527
Preference Dividend adjustment	-	-
Net profit available to equity shareholders after Exceptional Item	12,548,473	10,236,527
Weighted Average Number of Equity Shares of Rs. 10/- each (fully paid-up)	8,487,340	8,487,340
Earnings per share - Basic & Diluted (Rs.)	1.47	1.20

32.01 The company does not have any potential equity shares and thus weighted average number of shares for computation of basic EPS and diluted EPS remains same.

33. Disclosure required under Ind AS 19 “Employee Benefits”
a) Defined Contribution Plans

Amount recognised in the Statement of Profit & Loss is as follows (Refer Note No 28):

Particulars	As at 31.03.2020	As at 31.03.2019
Employers Contribution to Provident Fund	10,843,672	9,667,825
Employers Contribution to Employees State Insurance	3,969,961	4,127,523

The Western India Plywoods Limited
b) Defined Benefit Plans - Gratuity : Funded Obligation

(A) ACTUARIAL ASSUMPTIONS	As at 31.03.2020	As at 31.03.2019
Mortality Rate	Indian Assured Lives Mortality [1994-96] Ultimate	Indian Assured Lives Mortality [1994-96] Ultimate
Discount Rate	7.50% p.a.	7.50% p.a.
Salary escalation rate *	5.00% p.a.	5.00% p.a.
Expected Return on Plan Assets	7.50% p.a.	8.00% p.a.
Expected Average Remaining Working Lives of Employees (years)	8.72	9.25

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

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

	As at 31.03.2020	As at 31.03.2019
(B) RECONCILIATION OF PRESENT VALUE OF OBLIGATIONS		
Present Value of Obligations at the beginning of the year	3,96,93,730	40,049,606
Interest Cost	3,072,221	3,078,493
Current Service Cost	2,538,447	3,081,259
Benefits paid	(2,968,880)	(6,481,106)
Actuarial (gain)/loss (Experience Adjustment)	6,495,546	(34,522)
Present Value of Obligations at the end of the year	48,831,064	39,693,730
(C) RECONCILIATION OF FAIR VALUE OF PLAN ASSETS		
Fair Value of the Plan Assets at the beginning of the year	41,729,524	42,051,050
Expected Return on Plan Assets	3,129,714	3,364,084
Actuarial Gain/(loss) on Plan Assets	185,727	(268,408)
Contributions	7,063,252	3,063,904
Benefits Paid from Fund	(2,968,880)	(6,481,106)
Assets distributed on settlement (if applicable)	-	-
Fair Value of Plan Assets at the end of the year	49,139,337	41,729,524
(D) NET LIABILITY / (ASSETS) RECOGNISED IN THE BALANCESHEET		
Present Value of Obligations as at the end of the year	48,831,064	39,693,730
Fair Value of Plan Assets as at the end of the period	49,139,337	41,729,524
Funded Status	308,273	2,035,794
Unrecognized Actuarial (gains)/losses	-	-
Net liability /(Assets) Recognized in Balance Sheet	(308,273)	(2,035,794)
(E) EXPENSES RECOGNIZED IN STATEMENT OF PROFIT AND LOSS FOR THE YEAR		
Current Service Cost	2,538,447	3,081,259
Interest Cost	3,072,221	3,078,493
Expected Return on Plan Assets	(3,315,441)	(3,095,676)
Net Charge to the Statement of Profit and Loss	2,295,227	3,064,076
(F) EXPENSES RECOGNIZED IN OTHER COMPREHENSIVE INCOME (OCI) FOR THE YEAR		
Net actuarial (gain)/loss recognized in the period - Obligation	6,495,546	(34,522)
Net actuarial (gain)/loss recognized in the period - Plan Assets	-	-
Net Charge to the Statement of OCI	6,495,546	(34,522)

(G) SENSITIVITY ANALYSIS ON GRATUITY

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period and may not be representative of the actual change, while holding all other assumptions constant.

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

PARTICULARS	March 31, 2020		March 31, 2019	
	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation				
On Discount rate	46,013,191	51,964,448	37,283,130	42,378,138
On Salary increase rate	51,490,307	46,394,926	41,975,834	37,605,602
On Employee turnover	74,263,909	23,398,218	60,367,547	19,019,912

c) Long Term Employee Benefits - Compensated Absences : Unfunded Obligation

(A) ACTUARIAL ASSUMPTIONS	As at 31.03.2020	As at 31.03.2019
Mortality Rate	Indian Assured Lives Mortality [1994-96] Ultimate	Indian Assured Lives Mortality [1994-96] Ultimate
Discount Rate	7.50% p.a.	7.50% p.a.
Salary escalation rate *	5.00% p.a.	5.00% p.a.
Expected Return on Plan Assets	-	-
Expected Average Remaining Working Lives of Employees (years)	8.19	8.31

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

	As at 31.03.2020	As at 31.03.2019
(B) RECONCILIATION OF PRESENT VALUE OF OBLIGATIONS		
Present Value of Obligations at the beginning of the year	2,171,689	3,641,555
Interest Cost	174,709	284,825
Current Service Cost	315,548	312,227
Benefits paid	(50,611)	(180,166)
Actuarial (gain)/loss (Experience Adjustment)	1,762,308	(1,886,752)
Present Value of Obligations at the end of the year	4,373,643	2,171,689
(C) NET LIABILITY / (ASSETS) RECOGNISED IN THE BALANCESHEET		
Present Value of Obligations as at the end of the year	4,373,643	2,171,689
Unrecognized Actuarial (gains)/losses	-	-
Net liability /(Assets) value of Unfunded Obligation Recognized in Balance Sheet	4,373,643	2,171,689
(D) EXPENSES RECOGNIZED IN STATEMENT OF PROFIT AND LOSS FOR THE YEAR		
Current Service Cost	315,548	312,227
Interest Cost	174,709	284,825
Net actuarial (gain)/loss recognized in the period	1,762,308	(1,886,752)
Net Charge to the Statement of Profit and Loss	2,252,565	(1,289,700)

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)
(E) SENSITIVITY ANALYSIS ON LONG TERM EMPLOYEE BENEFITS - COMPENSATED ABSENCES

Significant actuarial assumptions for the determination of the compensated absence obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period and may not be representative of the actual change, while holding all other assumptions constant.

PARTICULARS	March 31, 2020		March 31, 2019	
	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation				
On Discount rate	4,125,104	4,649,746	2,031,045	2,328,945
On Salary increase rate	4,609,950	4,156,768	2,309,308	2,046,050
On Employee turnover	6,651,582	2,095,703	3,302,777	1,090,600

All the above disclosures are based on information furnished by the independent actuary for the year ended 31st March, 2020.

Mayabandar Doors Ltd.
a) Defined Benefit Plans - Gratuity : Unfunded Obligation

(A) ACTUARIAL ASSUMPTIONS	As at 31.03.2020	As at 31.03.2019
Mortality Rate	Indian Assured Lives Mortality [1994-96] Ultimate	Indian Assured Lives Mortality [1994-96] Ultimate
Discount Rate	7.50% p.a.	7.50% p.a.
Salary escalation rate *	5.00% p.a.	5.00% p.a.
Expected Return on Plan Assets	-	-
Expected Average Remaining Working Lives of Employees (years)	13.66	15.05

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

	As at 31.03.2020	As at 31.03.2019
(B) RECONCILIATION OF PRESENT VALUE OF OBLIGATIONS		
Present Value of Obligations at the beginning of the year	2,181,447	1,884,322
Interest Cost	169,119	146,929
Current Service Cost	146,948	149,477
Benefits paid	(239,527)	-
Actuarial (gain)/loss (Experience Adjustment)	33,949	719
Present Value of Obligations at the end of the year	2,291,936	2,181,447
(C) RECONCILIATION OF FAIR VALUE OF PLAN ASSETS		
Fair Value of the Plan Assets at the beginning of the year	-	-
Expected Return on Plan Assets	-	-
Actuarial Gain/(loss) on Plan Assets	-	-
Contributions	-	-
Benefits Paid	-	-
Assets distributed on settlement (if applicable)	-	-
Fair Value of Plan Assets at the end of the year	-	-

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

(D) NET LIABILITY / (ASSETS) RECOGNISED IN THE BALANCESHEET		
Present Value of Obligations as at the end of the year	2,291,936	2,181,447
Fair Value of Plan Assets as at the end of the period	-	-
Funded Status	-	-
Unrecognized Actuarial (gains)/losses	-	-
Net liability /(Assets) Recognized in Balance Sheet	2,291,936	2,181,447
(E) EXPENSES RECOGNIZED IN STATEMENT OF PROFIT AND LOSS FOR THE YEAR		
Current Service Cost	146,948	149,477
Interest Cost	169,119	146,929
Expected Return on Plan Assets	-	-
Net Charge to the Statement of Profit and Loss	316,067	296,406
(F) EXPENSES RECOGNIZED IN OTHER COMPREHENSIVE INCOME (OCI) FOR THE YEAR		
Net actuarial (gain)/loss recognized in the period - Obligation	33,949	719
Net actuarial (gain)/loss recognized in the period - Plan Assets	-	-
Net Charge to the Statement of OCI	33,949	719

(G) SENSITIVITY ANALYSIS ON GRATUITY

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below have been determined based on reasonable possible changes of the assumptions occurring at the end of the reporting period and may not be representative of the actual change, while holding all other assumption constant.

Particulars	March 31, 2020		March 31, 2019	
	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation				
Discount rate	2,065,985	2,561,267	1,946,190	2,464,274
Salary increase rate	2,541,236	2,078,828	2,445,376	1,957,033
Employee turnover	3,485,652	1,098,219	332,221	1,045,276

All the above disclosures are based on information furnished by the independent actuary for the year ended 31st March, 2020.

c) Long Term Employee Benefits - Compensated Absences : Unfunded Obligation

The Company permits encashment of compensated absence accumulated by their employees on retirement, sepration and during the course of service. The liability in respect of the Company, for outstanding balance of leave at the balance sheet date is determined and provided.

34. Related party disclosures, as required by Ind AS 24, "Related Party Disclosures" are given below:

Key Managerial Personnel	Mr. P.K. Mayan Mohamed - Managing Director Mr. P K Harris - Whole time Director
Relatives of Key Managerial Personnel	Mr P K Mehaboob Mohamed Estate of Late P K Mohamed
Enterprise over which key management personnel or their relatives are able to exercise significant control	Kushal Boards ERA Intermerge SDN BHD Windmach Sports Goods (P) Ltd Classic Sports Goods Pvt Ltd

Notes attached to and forming part of Consolidated Financial Statements.

(Figures in Rs)

Particulars	Key Management Personnel		Relatives of key Management Personnel		Enterprises		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Sale of goods (Net) / Assets								
Classic Sports Goods Pvt Ltd					3,500		3,500	-
Windmach Sports Accessories					273,945	129,145	273,945	129,145
Services Received								
P.K Mayan Mohamed	4,200,000	4,200,000					4,200,000	4,200,000
PK Harris	189,600	189,600					189,600	189,600
P K Mehaboob Mohamed			567,774	560,704			567,774	560,704
Finance (Interest on Loan)								
P.K Mayan Mohamed	13,192	12,413					13,192	12,413

Particulars	Key Management Personnel		Relatives of key Management Personnel		Enterprises		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Amounts Receivables								
Classic Sports Goods Pvt Ltd (Towards sale of goods)					3,500		3,500	-
Kushal Boards (Towards sale of goods)					34,633	34,633	34,633	34,633
Amounts Payable								
P. K Mayan Mohammed	209,878	198,005					209,878	198,005
ERA Intermerge SDNBHD					2,054,258	2,251,720	2,054,258	2,251,720
Estate of Late P K Mohamed			287,117	687,117			287,117	687,117

*As the liabilities for defined benefit plans are provided on actuarial basis for the Company as a whole, the amounts pertaining to Key Management Personnel are not included.

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)
35 Financial Instruments:
35.01 Capital Management :

The group manages its capital to ensure that the group will be able to continue as a going concern and maximising the return to stakeholders through efficient allocation of capital towards expansion of business, optimisation of working capital requirements and deployment of surplus funds into various investment options. The funding requirement is met through equity, internal accruals, long term borrowings and short term borrowings.

The group monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the group. Net debt includes interest bearing borrowings less cash and cash equivalents and other bank balances.

The table below summarises the capital, net debt and net debt to equity ratio of the Group

Particulars	Notes	As at 31.03.2020	As at 31.03.2019
Equity Share Capital	14	84,873,400	84,873,400
Other Equity	15	307,297,439	308,544,936
Total Equity (A)		392,170,839	393,418,336
Non-Current Borrowings	16	150,051,238	155,840,646
Current Borrowings	19	47,746,467	93,512,800
Current Maturity of Long Term Debt	21 (a)	20,740,843	20,524,479
Gross Debt (B)		218,538,548	269,877,925
Less : Cash and Cash Equivalents	9	20,817,209	36,096,381
Less : Other Bank Balances	10	11,847,370	18,787,302
Net Debt (C)		185,873,969	214,994,242
Total Capital (Equity + Net Debt) (D)		578,044,808	608,412,578
Net Debt to Total Capital (C / D)		0.32	0.35

35.02 Fair value of Financial Assets and Liabilities:

Carrying value and Fair value of each category of Group's Financial assets and liabilities are as follows -

Particulars	Carrying value & Fair Value as on		
	Notes	As at 31.03.2020	As at 31.03.2019
Financial assets :			
Measured at fair value through profit or loss			
Investments Govt Securities	4 (B)	77,000	77,000
Measured at amortised cost			
Trade receivables	8	169,658,398	164,896,615
Cash and Bank balances	9 & 10	32,664,579	54,883,683
Loans	5 & 11	14,233,204	14,817,523
Other Financial Assets	12	26,744,929	32,549,240
Measured at fair value through OCI			
Investment	4 (A)(1)	4,734,600	6,220,100
Total		248,112,710	273,444,161

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

Financial Liabilities :			
Measured at amortised cost			
Borrowings	16 & 19	197,797,705	249,353,446
Trade Payable	20	51,130,438	57,376,512
Other Financial Liabilities	21	36,366,089	33,415,094
Total		285,294,232	340,145,052

Following Methods / Assumptions used to estimate fair value.

- 1) The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their face values since the Group does not anticipate that the carrying cost would be significantly different from the values that would eventually be received or settled.
- 2) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

35.03 Fair value Measurement hierarchy:

The following table provides the fair value measurement hierarchy of the Group's financial assets and liabilities, measured at fair value on the balance sheet date:

Particulars	Fair value hierarchy (Level)	As at 31.03.2020	As at 31.03.2019
Financial assets at fair value :			
Investment Measured at -			
Fair value through OCI			
Investment	Level 1	4,309,500	5,795,000
Investment	Level 3	425,100	425,100
Fair value through Profit & Loss			
Investment	Level 3	77,000	77,000

There have been no transferred between Level-1 and Level-3 during the year. Also refer Note 35.02.

35.04 Financial risk management objectives and policies :

The Group's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks foreign currency risk and credit risk. The Group's senior management has the overall responsibility for establishing and governing the Group's risk management framework. Group exposure to each of the above risks, the objectives, policies and processes for measuring and managing risk are as follows -

a) Liquidity risk :

Liquidity risk represents the inability of the Group to meet its financial obligations within stipulated time. The Group manages liquidity risk by maintaining adequate reserves and banking facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturity profile of the Groups's financial liabilities based on contractual undiscounted payments

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

Particulars	Less than 1 year	1 to 5 years	Above 5 years	Total
Balance 31 March 2020				
Borrowings	68,487,310	83,176,238	77,500,000	218,538,548
Trade Payable	51,130,438	-	-	51,130,438
Other Financial Liabilities	15,625,246	-	-	15,625,246
Total	135,242,994	83,176,238	77,500,000	285,294,232
Balance 31 March 2019				
Borrowings	114,037,279	68,340,646	87,500,000	269,877,925
Trade Payable	57,376,512	-	-	57,376,512
Other Financial Liabilities	12,890,615	-	-	12,890,615
Total	184,304,406	68,340,646	87,500,000	340,145,052

b) Market risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in foreign currency exchange rates, interest rates and equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

1) Foreign currency exchange rate risk

The Group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Group regularly evaluates exchange rate exposure arising from foreign currency transactions. Following are the established risk management policies and standard operating procedures.

i) The Group's exposure to unhedged foreign currency risk as at 31 March 2020 and 31 March 2019 are as follows.

Particulars	As at 31 March 2020		As at 31 March 2019	
	Foreign currency	INR	Foreign currency	INR
Receivables:				
USD	398,316	29,754,240	368,353	25,092,347
KR	-	-	19,500	142,935
EURO	11,783	963,849	-	-
MYR	91,960	1,498,943	135,559	2,135,054
Total	502,059	32,217,032	523,412	27,370,336
Payables:				
USD	15,116	1,151,839	82,925	5,798,914
EURO	-	-	4,945	390,738
MYR	34,414	640,101	-	-
Total	49,530	1,791,940	87,869	6,189,652

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)
ii) Foreign Currency Sensitivity

The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 1% change in foreign currency rates, with all other variables held constant.

Particulars	Impact on Profit before tax			
	Increase 31 March 2020	Decrease 31 March 2020	Increase 31 March 2019	Decrease 31 March 2019
INR/USD	286,024	(286,024)	192,934	(192,934)
INR/KR	-	-	1,429	(1,429)
INR/MYR	8,588	(8,588)	21,351	(21,351)
INR/EURO	9,639	(9,639)	(3,907)	3,907

2) Interest rate risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in prevailing market interest rates. The Group's exposure to the risk due to changes in interest rates relates primarily to the long term borrowings and short-term borrowings with floating interest rates. The Group constantly monitors its financing strategies to achieve an optimal financing cost.

i) Interest rate risk exposure

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	As at 31.03.2020	As at 31.03.2019
Variable rate borrowings	217,825,908	268,478,525
Fixed rate borrowings	712,640	1,399,400
TOTAL	218,538,548	269,877,925

ii) Sensitivity Analysis

For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year, holding all other variables constant.

Particulars	Impact on Profit before tax	
	As at 31.03.2020	As at 31.03.2019
Interest rate increase by 1 %	(2,178,259)	(2,684,785)
Interest rate decrease by 1 %	2,178,259	2,684,785

3) Equity price risk :

The Group is exposed to equity price risk arising from Equity Investments on the fair value of equity investments classified through other comprehensive income as at March 31, 2020 & March 31, 2019 was Rs. 4,734,600 /- and Rs. 6,220,100 /- respectively.

Sensitivity Analysis :

The Sensitivity analysis has been determined based on the exposure to equity price risk at the end of the reporting period. A 10% change in equity prices of such securities held as at March 31, 2020 and March 31, 2019, would result in an impact of Rs. 4,73,460 /- and Rs. 6,22,010 /- respectively on equity before considering tax impact.

c) Credit risk :

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Group. The Group is exposed to credit risk from its operating activities predominantly trade receivables, including deposits with banks and financial institutions, foreign exchange transactions, loans and other financial assets. For these financial instruments, Group generally doesn't have collateral.

a) Trade Receivables

Customer and vendor credit risk is managed by business through the Group's established policy, procedure and control relating to credit risk management. Outstanding customer receivables are regularly monitored. An impairment analysis is performed for all major customers at each reporting date on an individual basis. The impairment calculations are based on historical data. Trade Receivables generally having a credit period of 30 to 90 days. There is no material expected credit loss based on the past experience. However, the Group assesses the impairment of trade receivables on case to case basis and has accordingly created loss allowance.

b) Other financial assets

With regard to all the financial assets with contractual cashflows other than trade receivable, management believes these are quality assets with negligible credit risk. However, the Group assesses the impairment loss on loans, investments and other financial assets on case to case basis and has accordingly created loss allowance.

c) Allowance for trade receivables, loans, investments and other financial assets

Particulars	As at 31.03.2020	As at 31.03.2019
Balance at the beginning	22,483,278	25,104,910
Credit loss allowance recognised	3,403,270	269,874
Credit loss allowance reversed / write off	-	(2,891,506)
Balance at the end	25,886,548	22,483,278

Notes attached to and forming part of Consolidated Financial Statements.

(In Rs.)

36 Additional information pertaining to the parent company and subsidiaries as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013

Name of the entity	Net Assets (Total Asset - Total Liabilities)			
	For the year ended 31.03.2020		For the year ended 31.03.2019	
	Amount (Rs)	As % of consolidated net assets	Amount (Rs)	As % of consolidated net assets
Parent Company	441,246,411	112.51%	440,356,486	111.93%
Subsidiaries:				
a) Indian				
Southern Veneers & Woods Works Ltd	1,955,778	0.50%	3,734,164	0.95%
The Kohinoor Saw Mills Co Ltd	(819,521)	-0.21%	(834,995)	-0.21%
Mayabandar Doors Ltd	(53,408,881)	-13.62%	(52,018,408)	-13.22%
b) Foreign				
ERA & WIP Timber JV SDN BHD	40,492,306	10.33%	41,307,663	10.50%
Consolidation Adjustment	(37,295,254)	-9.51%	(39,126,574)	-9.95%
Total	392,170,839	100.00%	393,418,336	100.00%
Minority interest in all subsidiaries	7,797,421	1.99%	7,505,507	1.91%
Total	399,968,260		400,923,843	

Name of the entity	Share in Profit or (loss)			
	For the year ended 31.03.2020		For the year ended 31.03.2019	
	Amount (Rs)	As % of consolidated profit or loss	Amount (Rs)	As % of consolidated profit or loss
Parent Company	16,753,712	133.51%	21,513,155	175.50%
Subsidiaries:				
a) Indian				
Southern Veneers & Woods Works Ltd	(1,778,386)	-14.17%	749,766	6.12%
The Kohinoor Saw Mills Co Ltd	15,475	0.12%	16,817	0.14%
Mayabandar Doors Ltd	(1,356,524)	-10.81%	(4,266,256)	-34.80%
b) Foreign				
ERA & WIP Timber JV SDN BHD	(2,585,234)	-20.60%	(3,397,584)	-27.72%
Consolidation Adjustment	1,499,429	11.95%	(2,357,500)	-19.23%
Total	12,548,473	100.00%	12,258,398	100.00%
Non Controlling interest in all subsidiaries	(791,268)	-6.31%	(2,021,871)	-16.49%
Total	11,757,205		10,236,527	

Notes attached to and forming part of Consolidated Financial Statements.

(In Rs.)

Name of the entity	Share in total comprehensive income			
	For the year ended 31.03.2020		For the year ended 31.03.2019	
	Amount (Rs)	As % of consolidated profit or loss	Amount (Rs)	As % of consolidated profit or loss
Parent Company	10,098,666	126.85%	22,526,635	163.26%
Subsidiaries:				
a) Indian				
Southern Veneers & Woods Works Ltd	(1,778,386)	22.34%	749,766	5.43%
The Kohinoor Saw Mills Co Ltd	15,475	0.19%	16,817	0.12%
Mayabandar Doors Ltd	(1,390,473)	-17.47%	(4,266,975)	-30.92%
b) Foreign				
ERA & WIP Timber JV SDN BHD	(2,585,234)	-32.47%	(3,397,584)	-24.62%
Consolidation Adjustment	3,601,199	45.23%	(1,830,836)	-13.27%
Total	7,961,247	100.00%	13,797,822	100.00%
Non Controlling interest in all subsidiaries	291,914	3.67%	(1,749,108)	-12.68%
Total	8,253,161		12,048,714	

37 Computation of goodwill arising on consolidation of Subsidiary Company: Mayabandar Doors Limited

Particulars	Amount (Rs)	As at 31st March 2020	Amount (Rs)	As at 31st March 2019
Consideration Paid		23,225,459		23,225,459
Nominal value of share capital held by Western IndiaPlywoods Limited in Mayabandar Doors Limited	9,910,100		9,910,100	
Share of Western India Plywoods Limited's in the accumulated losses as on the date of acquisition	(14,696,087)	(4,785,987)	(14,696,087)	(4,785,987)
Goodwill on consolidation		28,011,446		28,011,446

38 Segment Information

The Group is engaged in the business of manufacture and sale of wood-based products, which form broadly part of one product group which represents one operating segment, as the Chief Operating Decision Maker (CODM), reviews business performance at an overall company level and hence disclosure requirements under Ind AS 108 on Operating Segment is not applicable.

39 The details of Provisions and Contingent Liabilities are as under. (Disclosed in terms of Ind AS – 37 on Provisions, Contingent Liabilities & Contingent Assets)

39.01. Contingent Liabilities	31.03.2020 (Rs.)	31.03.2019 (Rs)
a) Letters of credit	-	1,415,383
b) Bank guarantees	6,696,095	7,465,094
c) ESI Contribution claim not acknowledged as debt	253,919	253,919

Notes attached to and forming part of Consolidated Financial Statements.
(In Rs.)

- 39.02 Estimated amount of contract remaining to be executed on capital account and not provided for Rs. Nil/- (Rs. Nil/-)
- 40 The Group has an internal control system in place, including in relation to internal controls over financial reporting, which is commensurate with the nature and size of its operations. These internal controls are reviewed/ tested by the management/internal auditors on an ongoing basis and there are no material weaknesses/ deficiencies. Further strengthening of the internal control systems/improvements are being assessed/carried out by the management on a continuing basis.
- 41 **Leases:**
The lease expenses for cancellable operating leases during the year ended 31st March 2020 is Rs. 25,95,429 (31 March 2019: Rs 35,79,001). The Group's significant leasing arrangements in respect of operating leases, which includes cancellable leases generally range upto 11 months and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease rentals payable are charged as rent under Note no 30 to the financial statements.
- 42 The consolidated Financial Statements for the year ended 31st March 2020 were approved by the Board of Directors on 29 June 2020.
- 43 Figures have been rounded off to the nearest Rupee. Previous year figures have been regrouped/reclassified wherever necessary to correspond with current year classification/disclosure.
- 44 The outbreak of COVID-19 pandemic globally and in India has severely impacted businesses and economies. There has been disruption to regular business operations due to the measures taken to curb the impact of the pandemic. The Group's plants, warehouses and offices were shut post announcement of lockdown. Most of the operations have resumed post lifting of lockdown. The management has made a comprehensive assessment of the possible impact of COVID-19 on its business operation, financial assets, contractual obligations and its overall liquidity position based on the internal and external sources of information and application of reasonable estimates. The management noted that there is no impact on the carrying value of property, plant and equipment, recoverability of receivables, realisability of inventory and impairment assessment of financial and non-financial assets. The management believes that the group will be able to discharge the committed liabilities on due date. The Group will continue to monitor the future material changes to economic conditions and impact thereof on its operations.

The accompanying notes form an intergral part of these Consolidated Financial Statements (1-44)

For and on behalf of the Board of Directors

As per our separate report of even date attached

P.K MAYAN MOHAMED

T.BALAKRISHNAN

R.BALAKRISHNAN

Managing Director
(DIN: 00026897)

Chairman
(DIN: 00052922)

CFO&Company Secretary
(M.No: 7119)

For **Sankar & Moorthy**
Chartered Accountants
Firm Reg. No. 0003575S

Jayaprakesh M C, F.C.A.
(Partner)

Mem. No. 215562

Place: Kannur

Date: 29.06.2020

THE WESTERN INDIA PLYWOODS LTD

Regd. Office: VALAPATANAM, KERALA, INDIA

Tel: 0497-2775120 PIN 670010

E-mail: westernply@gmail.com / secretarial.westernply@gmail.com

Website: www.wipltd.in, CIN-L20211KL1945PLC001708

NOTICE OF ANNUAL GENERAL MEETING:

NOTICE is hereby given that the 75th Annual General Meeting of the members of The Western India Plywoods Limited will be held on **Tuesday 29th September, 2020** at **11 AM** through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following business. The venue of the meeting shall be deemed to be the Registered Office of the Company at Mill Road, Baliapatam, Kannur - 670010

ORDINARY BUSINESS:

1. To receive, consider and adopt
 - a) The Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit & Loss, Statement of changes in Equity for the financial year ended on that date together with Cash flow statement, report of the Board of Directors and Auditors thereon.
 - b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with the Auditors Report thereon.

SPECIAL BUSINESS

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

2. Re-appointment of Shri P K Mayan Mohamed as Managing Director of the Company:

“RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board and subject to the provisions of Sections 196, 197, 203 and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and Article 148 of the Articles of Association of the Company, approval of the members of the Company be and is hereby accorded for reappointment of Mr. P.K. Mayan Mohamed (DIN: 00026897) as the Managing Director of the Company, for a period of 3 (three) years with effect from 13.08.2020 on the same terms & conditions and for the payment of remuneration as given hereunder, with liberty to the Board to alter and vary such terms and conditions including remuneration so as not to exceed the limits specified in Schedule V of the Companies Act, 2013, or any amendments thereto as may be decided by the Board of Directors.

Remuneration:

- a. Monthly salary of Rs.2.20 Lakhs
- b. Commission: One percent of Net profits as computed pursuant to Section 198 of the Companies Act, 2013 subject to the overall remuneration (including Salary & Commission), specified in Schedule V of the Act.
- c. Perquisites
 1. Company’s contribution towards provident Fund, Gratuity and Superannuation Fund should not exceed the limits prescribed under Income Tax Act.
 2. House Rent: House rent allowance at 50% of the monthly salary.
 3. Medical benefits to self and family: Reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month’s salary in a year.
 4. Leave: On full pay and allowance as per Rules of the Company but not exceeding one month’s leave for every eleven months service, subject to the condition that leave accumulated but not availed of will not be allowed to be encashed.

“RESOLVED FURTHER THAT if in any financial year, the Company has no profits or is having inadequacy of profits, Shri P K Mayan Mohamed shall be paid Managerial Remuneration as specified above subject to the overall limits specified in Schedule V”.

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to this resolution”.

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

Appointment of Smt Radha Unni as Independent Director of the Company:

“RESOLVED THAT pursuant to the provisions of Section 149,150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (The Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force, provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, Mrs. Radha Unni (DIN- 03242769) who was appointed as an Additional Independent Director on 13-11-2019 pursuant to provisions of Section 161(1) of The Act, and who holds office up to the conclusion of the ensuing Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from the Director herself signifying her candidature as the Independent Director, be and is hereby appointed as such Independent Director of the Company, to hold office for a term of five consecutive years from the date of passing of this resolution, and whose office shall not henceforth, be liable to determination by retirement of Directors by rotation”.

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

To consider appointment of Mr. Thiruvengadam Parthasarathi (DIN: 00016375) as Non-Executive Director and retire by rotation.

“RESOLVED THAT Mr. Thiruvengadam Parthasarathi (DIN: 00016375) who was appointed as an Additional Independent Director of the Company by the Board of Directors with effect from June 29, 2020 and re-designated as Additional Non Executive Director by the Board of Directors with effect from 29.08.2020 in terms of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and whose term of office expires at the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member, as per the provisions of Section 160 of the Companies Act, 2013, proposing Mr. Thiruvengadam Parthasarathi, as a candidate for the office of Director, be and is hereby appointed as Non-Executive Director of the Company and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Thiruvengadam Parthasarathi (DIN: 00016375) who retires by rotation in terms of section 152 (6) of the Companies Act 2013 be and is hereby re-appointed as Non-Executive Non-Independent Director of the Company.

Kannur
01.09.2020

By the Order of the Board
R. Balakrishnan
CFO & Company Secretary

Notes:

1. The statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
2. In view of the COVID 19 Pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its Circular dated 05.05.2020 read with Circulars dated 08.04.2020 and 13.04.2020 and (collectively referred to as “MCA Circulars”) permitted the holding of Annual General Meeting (“AGM”) by VC/OAVM without the physical presence of the members at a common venue. Accordingly, in compliance with the said provisions read along with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.05.2020, the AGM of the Company shall be held through VC.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself, and the proxy need not be a member of the Company. Since the AGM is being held pursuant to the MCA Circulars, through VC, the physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance slip are not annexed to this Notice.

4. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Annual Report 2019-20 which includes the Notice of the AGM, Board's Report, Financial Statements and other documents are being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.wipltd.in, website of the National Stock Exchange i.e. NSE Limited at www.nseindia.com, and on the website of CDSL <https://www.evotingindia.com/>
5. Attendance of members through VC shall be counted for quorum under Section 103 of the Act.
6. The VC facility shall be kept open at least 15 minutes before the scheduled time of the AGM and shall not be closed till expiry of 15 minutes after the conclusion of the scheduled time for the AGM.
7. The meeting through VC facility shall allow two ways teleconferencing for the ease of participation of the member, besides having a facility to allow 1000 members to participate on first come first served basis.
8. The Company notifies Closure of Register of Members and Share Transfer Books thereof from 22nd September, 2020 to 29th September, 2020 (both days inclusive)
9. Shareholders desirous of registering/ updating his/her email id, mobile number against the folio under which shares are held, may access the url namely <https://investors.cameoindia.com/> for directly updating CAMEO Web Module. CAMEO would be receiving these inputs/images at the back-end for validating the same in order to register, which might meet with a rejection only in the unlikely occurrence of any technical glitches.
10. The Company has appointed CAMEO Corporate Services Limited, "Subramanian Building", 1, Club House Road, Chennai-600 002, as the Registrar and Share Transfer Agent of the Company to deal with the physical as well as electronic share registry.
11. As per the applicable provisions and rules thereunder any Dividend remaining unpaid and unclaimed at the end of 07th year thereafter, shall be transferred to the Investor Education and Protection Fund (IEPF). Accordingly, the Dividend paid during the year 2012-13 and remaining unpaid and unclaimed shall be transferred to IEPF fund by 19th September, 2020.
12. Members holding shares in the same name or same order under different ledger folios are requested to apply for clubbing into one folio.
13. Members are requested to notify immediately any change in their address to the Registrar and Share Transfer Agents at their address as given above in the case of physical holdings and to their respective Depository Participant in case of dematted shares.
14. Members may kindly update their email address with the Company/Registrar-CAMEO Corporate Services Limited such that correspondence reaches you without fail.
15. Members are requested to note that trading of Company's shares through Stock Exchanges is permitted only in electronic/demat form. Those members who have not yet converted their holdings into the electronic form may please consider opening an account with an authorised Depository Participant and arrange for dematerialisation.

General Information:

16. Members desiring any information as regards the accounts are requested to write to the Company so as to reach the Registered Office at least 5 days before the date of meeting to enable the management to keep the information ready.
17. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.

VOTING THROUGH ELECTRONIC MEANS

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI LODR Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services including remote e-voting provided by Central Depository Services Limited (CDSL), on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below:
 - The remote e-voting period commences on **Saturday, September 26, 2020 (9:00 a.m. IST)** and ends on **Monday, September 28, 2020 (5:00 p.m. IST)**. During this period, Members holding shares either in physical form or in dematerialized form, as on Tuesday, September 22, 2020 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those Members, who will be present in the AGM through VC facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
 - The Board of Directors has appointed Mr. Murali Kanniyath, Practicing Company Secretary, Kannur (CP No: 7543) as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

- The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC but shall not be entitled to cast their vote again.
- The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

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

- The voting period begins on 26th September 2020 at 09:00 AM and ends on 28th September 2020 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on "Shareholders" module.
- Now Enter your User ID:

	For Members holding shares in Demat Form	For Members holding shares in Physical Form
	User ID for NSDL:8 Character DP ID followed by 8 Digits Client ID for CDSL:16 digits beneficiary ID	Folio Number registered with the Company

- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- After entering these details appropriately, click on "SUBMIT" tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN - 200905023 for the relevant "THE WESTERN INDIA PLYWOODS LIMITED" on which you choose to vote.
- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- xvi. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xviii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to Company at westernply@gmail.com/ RTA at agm@cameoindia.com.
2. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) to Company at westernply@gmail.com/RTA at agm@cameoindia.com.
3. The Company/RTA (CAMEO Corporate Services Limited) shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Desktops/Laptops/IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least five (5) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (westernply@gmail.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance five (5) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at Company email id (westernply@gmail.com). These queries will be replied to by the Company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; westernply@gmail.com (designated email address by Company), if they have voted from individual desktop/ laptop/tab & not uploaded same in the CDSL e-voting system, for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

Other Instructions

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.wipltd.in and on the website of CDSL www.evotingindia.com immediately. The Company shall simultaneously forward the results to NSE Limited, where the shares of the Company are listed.

EXPLANATORY STATEMENT

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

ITEM NO. 2 – RE-APPOINTMENT OF MR. P K MAYAN MOHAMED (DIN: 00026897) - MANAGING DIRECTOR

Mr. P K Mayan Mohamed was earlier appointed as Managing Director of the Company with effect from 01.04.2014 for a period of three years followed by a re- appointment effective 01.04.2017 again for a period of three years and confirmed thereafter at the respective Annual General Meetings. The Board of Directors at their meeting dated 13.08.2020 had on recommendation by the Nomination and Remuneration Committee, re-appointed Mr. P K Mayan Mohamed as Managing Director on consideration of the fact that during his term in office, the performance of Mr. P K Mayan Mohamed, was encouraging and satisfactory which deserved favorable consideration in the matter of extending him a third term in office as Managing Director of the Company.

The re-appointment of Mr. P K Mayan Mohamed as the Managing Director with effect from 13.08.2020 for a period of three years by the Board on the same terms and conditions more specifically detailed as part of the Notice, require the approval/confirmation of the Shareholders as per the provisions of the Companies Act, 2013 and hence this resolution is proposed before the Annual General Meeting of the Company.

The disclosure under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided as a part of this Notice.

None of the Directors, Key Managerial Personnel and their relatives, except Mr. P K Mayan Mohamed and his relatives, are in any way, concerned or interested in the said resolution.

I GENERAL INFORMATION

- (1) **Nature of Industry:** The Company is a manufacturer of Wood and Wood based Products.
- (2) **Financial Performance based on given indicators:**

(Rs.in lakhs)

Particulars	2018-19	2019-20
Sales	9748.73	9216.25
Net Profit after tax	215.13	167.53

II INFORMATION ABOUT THE APPOINTEE

1. Job Profile and his suitability: Mr. P K Mayan Mohamed exercises substantial executive power, under the control and direction of the Board of Directors of the Company. He is responsible for overall operations and working affairs of the Company. He is managing under his direct control, the core departments of the Company viz. production, marketing, finance, R&D, information technology, human resource development and materials. Considering his academic credentials and successful tenure with our Company, he is best suited to continue with the responsibility as Managing Director of the Company on payment of the proposed remuneration.
2. Remuneration proposed: The remuneration payable is outlined in the corresponding resolution itself.
3. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The proposed remuneration is at par with similarly placed and designated/positioned executives in the industry.

ITEM NO. 3 – APPOINTMENT OF MRS. RADHA UNNI (DIN: 03242769) - INDEPENDENT DIRECTOR

Mr. Y H Malegam (DIN: 00092017), informed his inability to continue as an Independent Director due to advanced age which was noted by the Board on 13th August 2019. The Company, in order to be fully compliant with Section 150(2) of the Companies Act, 2013 regarding the required number of Independent Directors had at the Board meeting held on 13.11.2019, appointed Mrs. Radha Unni as an Additional Director qualifying as an Independent Director as prescribed under law.

Mrs. Radha Unni is qualified as MA, B.ed., CAIIB and a Banker by profession. She had her career in State Bank of India (SBI) spanning over 36 years, serving in many States under various capacities. She was involved in Credit and Project Appraisal besides overseeing Public Issues and Debt Placements. Mrs. Radha Unni retired as the Chief General Manager – SBI - Kerala Circle. Presently, she is also identified as a Woman Director.

Given her expertise and experience, Mrs. Radha Unni was considered suitable for appointment as an Independent Director on the Board, in the vacancy caused by retirement of Mr. Y H Malegam.

In the opinion of the Board of Directors Mrs. Radha Unni fulfills the condition prescribed for being appointed as Independent Director pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and she is independent of the management. Directors are of the opinion that Mrs. Radha Unni is a person of integrity and possess relevant expertise and experience. The Company has also received a declaration from Mrs. Radha Unni that she meets with the criteria of independence as prescribed under Section 149(6) of the Companies Act 2013. She has also given a statement showing that she is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013.

Accordingly, the Company has received notice from the Director proposing herself for appointment as Independent Director conforming to the provisions under Section 160 (1) of the Act. The Board recommends the Resolution for appointment of Mrs. Radha Unni as an Independent Director of the Company for a term of five consecutive years from date of passing of this resolution. Upon her appointment, Mrs. Radha Unni shall not be liable to retire by rotation.

Except Mrs. Radha Unni, no Director or Key Managerial Personnel of the Company or their relatives are concerned or interested - financially or otherwise - in this item of business.

ITEM NO. 4 – TO CONSIDER APPOINTMENT OF MR. THIRUVENGADAM PARTHASARATHI (DIN: 00027479) AS NON-EXECUTIVE DIRECTOR AND RETIRE BY ROTATION.

The Board of Directors, based on the recommendation of Nomination and Remuneration Committee, pursuant to the provisions of Section 161 of the Act and Articles of Association of the Company, appointed Mr. Thiruvengadam Parthasarathi, as an Additional Independent Director to hold office effective from June 29, 2020. However, considering the mandatory requirement for retire by rotations as stipulated under section 152(6) of the Companies Act 2013 and based on the recommendation of Nomination and Remuneration Committee, the Board of Director vide circular resolution passed on 29.08.2020 re-designated Mr. Thiruvengadam Parthasarathi from Additional Non-executive Independent Director to Additional Non-Executive

Director. As per the provisions of Section 161 of the Act, Mr. Thiruvengadam Parthasarathi, will hold office up to the date of the ensuing Annual General Meeting.

In terms of Section 160 of the Act, the Company has received notice in writing from a member proposing the candidature of Mr. Thiruvengadam Parthasarathi as Non-Executive Director of the Company, liable to retire by rotation under Section 152 of the Act. The Companies Amendment Act, 2017 exempted the requirement of deposit amount of Rs.1,00,000/- if the appointment of a Director is recommended by Nomination and Remuneration Committee.

The Company has received consent in writing from Mr. Thiruvengadam Parthasarathi to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification) Rules, 2014, amended from time to time to the effect that he is not disqualified under Section 164(2) of the Act.

Further, except Mr. Thiruvengadam Parthasarathi, the Company does not have any Non Executive Director who is liable to retire by rotation. Considering the mandatory requirement for retire by rotations as stipulated under section 152(6) of the Companies Act 2013, it is proposed to consider the retire by rotation of Mr. Thiruvengadam Parthasarathi. In the aforesaid circumstances, the resolution pertaining to retire by rotation is considered under the head special business instead of ordinary business.

Other than Mr. Thiruvengadam Parthasarathi and his relatives, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the Ordinary Resolution set out at item no. 4 of the accompanying Notice.

By the Order of the Board

Kannur
01.09.2020

R. Balakrishnan
CFO & Company Secretary

ANNEXURE 1

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard-2 on General Meetings)

Name	Mr. P K Mayan Mohamed	Mrs. Radha Unni	Mr. Thiruvengadam Parthasarathi
Age (Years)	56	72	69
Nationality	Indian	Indian	Indian
Date of appointment	09.06.2001	13.11.2019	29.06.2020
Qualification	B Tech (Mechanical)	MA, B.ed., CAIIB	B Tech (IIT, Madras) 1973, PGDipIE 1975, FCMA.
Expertise	Industrialist	Chief General Manager - SBI - Kerala zone	National Director of the Deloitte Touche Tohmatsu India Pvt. Ltd (DTTIPL). He has over 40 years of experience in Management Consultancy with a breadth of experience in India, the Middle and Far East Asia, Africa, Europe and the USA.
Other Directorships excluding Foreign Companies	8	8	6
Member / Chairman of committees of other Companies	Nil	5	2
Relationship, if any, between Directors inter se	Nil	Nil	Nil
Shareholding in the Company	92610	Nil	Nil

WIP PRODUCT RANGE

PRODUCT NAME	SPECIFICATIONS & APPLICATIONS
HARDBOARD	Used extensively by automobile industries, fibre drum manufacturers, shoe manufacturers, photo frame backing, clock manufacturers, school writing pads and also for partitions.
WESTINDPLY	Decorative and commercial BWR and BWP grade Plywood, manufactured from selected species of timber; water-proof quality used for boat building, concrete shuttering, furniture, partitions, panelling etc.
WIPCHEK	Densified compressed floor board, with both chequered and plain surfaces, for automobiles, railway coaches, concrete shuttering & boat building & Chemical industries.
COMPREG SLATS	Used for railway coaches, panelling and as building material.
WIPLAM	Densified wood used in the manufacture of Insulation components for Transformers & switchgears.
WIPLAC	Pre-finished plywood & hardboard, used in the manufacture of panel coiling and furniture.
ULTRAKLIK	Engineered wood flooring.
FURNITURE	All types of furniture including moulded and knock down furniture.
WIPWOOD	Densified wood used in the manufacture of Textile & Jute Mill accessories.
WIPROC	Densified wood used in the manufacture of High precision jig forming tools in aeronautical industry & neutron shields in reactors.
WIPBEAR	Densified wood used in the manufacture of Bearings and gears.
WIPCHEM	Densified wood used in the manufacture of Filter plates used in Dye & Chemical industry & oil extraction mills.
WIPCOM	Densified wood used in the manufacture of Electrical insulation components like studs, nuts, cleats & other segments.
WIPRESS	Rigid board made from imported virgin softwood sulphate pulp having high purity with excellent electrical & mechanical properties, for use in the Transformer industry.
DAP	Plastic moulded material used in the manufacture of Components for high tech industry.
DENSIFIED MOULDED SEATS	Used for railway coaches, auditoriums & restaurants.
INSULATION BOARDS	Low density insulation soft boards.