

CORDSTM

**Annual Report
2020-21**

CORDS CABLE INDUSTRIES LIMITED

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CORPORATE INFORMATION**BOARD OF DIRECTORS**

| | |
|----------------------|---------------------------------------|
| Mr. Naveen Sawhney | Managing Director |
| Mr. Sanjeev Kumar | Whole Time Director |
| Mr. Parveen Kumar | Non -Executive (Independent) Director |
| Mr. Prem Kumar Vohra | Non -Executive (Independent) Director |
| Mrs. Eila Bhatia | Non -Executive (Independent) Director |
| Mr. Rahul Mohnot | Non -Executive (Independent) Director |

MANAGEMENT TEAM

| | |
|--------------------------|--------------------------------------|
| Mr. Varun Sawhney | Vice President (Marketing, HR & IT) |
| Mr. Gaurav Sawhney | Vice President (Finance and Banking) |
| Mr. Hemant Kumar Pandita | Vice President (Marketing) |
| Mr. Pramod Singh Rawat | Works Manager |
| Mr. Anil Kumar Gupta | General Manager (Technical) |
| Mr. Jugendra Singh | General Manager (Sales & Marketing) |
| Mr. Ajay Dixit | General Manager (Sales & Marketing) |

COMPANY SECRETARY

Ms. Garima Pant

CHIEF FINANCIAL OFFICER

Mr. Sandeep Kumar

REGISTRAR AND SHARE TRANSFER AGENT

Link Intime India Private Limited
Noble Heights, 1st Floor, C- 1 Block
LSC, Near Savitri Market
Janakpuri, New Delhi- 110028
Tel No - +91-011-41410592, 93,94
Fax No- +91-011-41410591
Email-delhi@linkintime.co.in

STATUTORY AUDITORS

M/s Alok Misra & Co.
Chartered Accountants
New Delhi

STOCK EXCHANGES

Bombay Stock Exchange Limited
National Stock Exchange of India Limited

BANKERS / FINANCIAL INSTITUTIONS

Canara Bank
ICICI Bank Limited
Bandhan Bank Limited
Bank of Baroda
Karnataka Bank Limited
HDFC Bank Limited
IndusInd Bank Limited
Bajaj Finance Limited
Tata Capital Financial Services Limited
Rajasthan State Industrial Development &
Industrial Corporation Ltd. (RIICO Ltd.)

REGISTERED OFFICE

Cords Cable Industries Limited
CIN : L74999DL1991PLC046092
94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi-110020
Tel No- +91-011-40551200
Fax No-+91-011-40551281

PLANT LOCATIONS

- 1) A-525, E-518, 519, 520, Industrial Area Chopanki,
Bhiwadi, District Alwar (Rajasthan) 301 707
- 2) SP-239, 240, 241,
Industrial Area Kahrani,
Bhiwadi, District Alwar (Rajasthan) 301 019

Email ID-

For Investor - cscoc@cordscable.com
For Others - ccil@cordscable.com
Website - www.cordscable.com

REGIONAL OFFICES

(1) Mumbai (2) Hyderabad (3) Kolkata (4) Chennai

Management Discussion & Analysis

Global Economy

After an estimated contraction of -3.3 percent in 2020, the global economy is projected to grow at 6 percent in 2021, moderating to 4.4 percent in 2022 as per IMF. The contraction in 2020 is less than projected, reflecting the higher-than-expected growth outturns in the second half of the year for most regions after lockdowns were eased and as economies adapted to new ways of working. The projections for 2021 and 2022 are slight revised upwards reflecting additional fiscal support in a few large economies and the anticipated vaccine-powered recovery in the second half of the year.

Global growth is expected to moderate to 3.3 percent over the medium term—reflecting projected damage to supply potential and forces that predate the pandemic, including aging-related slower labour force growth in advanced economies and some emerging market economies. Thanks to unprecedented policy response, the COVID-19 recession is likely to leave smaller scars than the 2008 global financial crisis.

The factors shaping the appropriate stance of policy vary by country, especially progress toward normalization. Hence, countries will need to tailor their policy responses to the stage of the pandemic, strength of the recovery, and structural characteristics of the economy. Once vaccination becomes widespread and spare capacity in health care systems is generally restored to pre-COVID-19 levels, restrictions can begin to be lifted.

While the pandemic continues, policies should first focus on escaping the crisis, prioritizing health care spending, providing well-targeted fiscal support, and maintaining accommodative monetary policy while monitoring financial stability risks. Strong international cooperation is vital for achieving these objectives and ensuring that emerging market economies and low-income developing countries continue to narrow the gap between their living standards and those of high-income countries. On the health care front, this means ensuring adequate worldwide vaccine production and universal distribution at affordable prices—including through sufficient funding for the vaccine facility—so that all countries can quickly and decisively beat back the pandemic.

Indian Economy

2020-21 was one of the most difficult & challenging year globally as well as for India. The onset of the COVID-19 pandemic has presented India with complex economic and public health challenges. Furthermore, these two crises interact with each other in unpredictable ways where there is considerable uncertainty in designing a policy response. To prevent the spread of the virus, nationwide lockdowns were implemented by the Government, bringing the whole economy to the standstill for over 2

months. India, perhaps, had implemented one of the strictest lockdowns in comparison to other nations globally.

To support the economy in the midst of distress, the Indian Government unveiled a stimulus package targeted at reviving the economy through a combination of fiscal and monetary support. This included relief to small businesses, taxpayers, shadow banks, power distribution companies, real estate, organised sector employees and contractors working with the government. This lockdown brought much of economic and social activity to a halt. However, this had a salutary effect on cutting down the mortality from COVID. The lockdown had also given the country's health system time to strengthen its response.

The next leg of the recovery strategy was structural reforms. These include amendment of Essential Commodities Act to allow farmers to sell their produce at the highest price anywhere in the country, limit for foreign direct investment (FDI) in the defence sector was raised from 49% to 74% and modification of labour laws to make it more flexible etc. Perhaps, the most impactful reform undertaken during the year was the "Aatmanirbhar Bharat" which promotes the country to be self-reliant. This will be achieved by India developing a manufacturing hub that is globally competitive and through switching of tastes from imported to domestic products.

Early signs of economic revival became visible during the second half of the year with easing of lockdown restrictions, recovery of economic activities and development of vaccines in India and throughout the world. However, as the vaccination drives started and the economy was strongly recovering from the wounds of the pandemic, much bigger second wave of COVID-19 struck again towards the end of FY21 bringing back the lockdown restrictions in almost all parts of the country.

As per the National Statistical Office, contraction in real GDP for 2020-21 is estimated at 8.0%. RBI, in its April-21 monetary policy committee meeting has estimated the real GDP growth for 2020-21 at 10.5% consisting of 26.2 per cent in Q1; 8.3 per cent in Q2; 5.4 per cent in Q3; and 6.2 per cent in Q4. Prospects for 2021-22 have strengthened with the progress of the vaccination programme. MPC committee has unanimously decided to continue with the accommodative stance as long as necessary to sustain growth on a durable basis and continue to mitigate the impact of COVID-19 on the economy, while ensuring that inflation remains within the target going forward. The Government has retained the inflation target at 4 per cent with the lower and upper tolerance levels of 2 per cent and 6 per cent, respectively, for the next five years (April 2021-March 2026).

In contrast to the previous year, the hope generated by vaccination drives in several countries at the start of the year 2021 has been somewhat offset by rising infections

and new mutant strains worldwide. Yet, the speed and collective endeavour with which the world mobilised scientific energies to develop vaccines, and pandemic-related protocols, that have now become a way of life, give the hope and confidence that economy will sail through this renewed second/third surge and will be on the new path of growth for years to come.

Industry Scenario

As per the report released by India Ratings & Research, the revenue growth at about 11% CAGR witnessed over FY11-FY20 in the cables and wires industry could continue even during the next decade. The growth is likely to be backed by continued urbanisation, higher infrastructure spending, increase in electrification and data communication. Sector consolidation will shift gears into market share gains for organised players, despite rising competition.

Cables & Wire has a strong growth potential, given lower per capita consumption in India than global counterparts. Key end-user segments include real estate, construction, power, consumer electricals and agriculture. The government thrust to invest in infrastructure and focus on renewable energy and advancement in telecommunication technology all augur well for a sustained strong growth rate in the long term. The sector revenue growth rate has a high correlation with gross fixed capital formation nominal at about 0.8x on a three-year rolling average basis. Also, the historical sector revenue growth median multiplier is at about 1.1x to nominal GDP and 1.3x to gross fixed capital formation.

As per the industry report by Yes Securities, the Cables & Wires (C&W) industry grew by a whopping 23% CAGR in volume between FY 2013-14 and FY 2017-18 to touch 14.5 million kms. In terms of sales value, it recorded 11% CAGR over the same period. The market size of C&W industry is expected to grow by 15% CAGR from Rs. 525 billion in FY 2017-18 to Rs. 1,033 billion in FY 2022-23. The factors behind the cable industry growth in the industry has been and will be due to the huge growth in infrastructure by the government majorly led by investments in smart cities, railways, metro railways, airport development & modernization, power sector and hydrocarbon sector etc.

The prospects of the Wire and Cable industry are interlinked with the other industries viz: Power, Telecom, Railways, Real estate, Steel, Cement, Refineries, Infrastructure etc. With investments across different infrastructure segments in the background of government initiatives, the demand for cables is expected to increase considerably. With the growth of other related industries, the Indian Wire and Cable industry is indeed bound to grow & prosper.

Company Overview

Cords Cable Industries Limited (CORDS) is a specialised Control & Instrumentation cable company offering wide range of cable products to multiple industries. CORDS has over 3 decades of rich experience and enjoys a strong brand image in the B2B segment. CORDS designs, develops and manufactures a varied range of Power, Control, Instrumentation, Thermocouple Extension / Compensating and Communication cables. The company's state of the art manufacturing plants are located in Rajasthan at 2 locations.

CORDS is in the business of providing cost-effective and quality solutions for various electrical connectivity requirements. CORDS has carved a niche in manufacturing of customised cables as per the customers' specifications. Investments in infrastructure and various industries will prove to be a big positive for the company. CORDS continuously strives to achieve higher efficiencies, cost control, better preventive maintenance and focuses on improving its product mix to attain economies of scale.

Company's current capacity stands at ~65,000 Kms p.a. spread across 2 manufacturing facilities in Rajasthan. Chopanki unit has a capacity of ~30,000 Kms p.a. while Kahrani unit has a capacity of ~35,000 kms p.a. The cable manufactured conform to International standards such as EN, BS, IEC & VDE. The cables cater to various areas which include oil & gas, hydrocarbons, airports, railways, metro rail, smart cities as well as power sector.

COVID-19 Impact

COVID-19 Pandemic has disrupted businesses around the world. This the most difficult economic challenge faced by economies in recent history. In responding to this crisis, company's primary objective is to ensure the safety of our employees, to deliver client commitments, and put in place mechanisms to protect the financial well-being of the Company and protect its long-term prospects.

Company has implemented strict guidelines and undertaken necessary precautionary measures for social distancing, limited manpower, staggered working, work from home, regular screening and sanitisation and necessary guidance and advisory for providing a safe working environment to all employees.

Government has been pushing Public Sector Companies to fast-track capex as a part of the government's drive to boost investment in the economy and revive growth. Separately, the government is looking at ways to fast-track some of the investment as part of the over Rs 100-lakh-crore National Infrastructure Pipeline as higher spending in creating assets is expected to spur the demand for cement, steel and other crucial inputs, in addition to creating employment. These measures are expected to

improve demand scenario for all kinds of cables ranging from industrial, power and specialised which augurs well for the company in the long term. Company has adequate capital to meet business requirements and is servicing all debts & financial commitments as and when due. The company is in a firm position to grab the business these new opportunities may bring in.

Opportunities in various sectors

Oil & Gas

As per IBEF, Oil and gas sector is among the eight core industries in India and plays a major role in influencing decision making for all other important sections of the economy. India's economic growth is closely related to its energy demand; therefore, the need for oil and gas is projected to grow more, thereby making the sector quite conducive for investment. The Government has adopted several policies to fulfil the increasing demand. It has allowed 100% Foreign Direct Investment (FDI) in many segments of the sector, including natural gas, petroleum products and refineries among others.

According to the data released by Department for Promotion of Industry and Internal Trade Policy (DPIIT), the petroleum and natural gas sector attracted FDI worth US\$ 7.91 billion between April 2000 and December 2020. Energy demand of India is anticipated to grow faster than energy demand of all major economies on the back of continuous robust economic growth. India's energy demand is expected to double to 1,516 Mtoe by 2035 from 753.7 Mtoe in 2017. Moreover, the country's share in global primary energy consumption is projected to increase by two-fold by 2035. This will be led by huge investments in Oil & Gas industry indirectly creating a long-term demand for the industrial cables.

Source – IBEF <https://www.ibef.org/industry/oil-gas-india.aspx>

Railways, including Metro Rails

Cables are an integral part of the railway infrastructure for current supply, control tasks, data transmission etc. Indian Railways is among the world's largest rail network, and its route length network is spread over 67,956 kms, with 13,169 passenger trains and 8,479 freight trains, plying 23 million travellers and 3 million tonnes (MT) of freight daily from 7,349 stations. India's railway network is recognised as one of the largest railway systems in the world under single management.

Government of India has focused on investing in railway infrastructure by making investor-friendly policies. It has moved quickly to enable Foreign Direct Investment (FDI) in railways to improve infrastructure for freight and high-speed trains. At present, several domestic and foreign companies are also looking to invest in Indian rail projects.

Indian Railway network is growing at a healthy rate. In the next five years, Indian railway market will be the third largest, accounting for 10% of the global market. Indian Railways, which is one of the country's biggest employers, can generate one million jobs, according to Mr Piyush Goyal, Union Minister for Railways and Coal. Cables being one of the most important components in railway network is bound to be a being beneficiary from continuous expansion of the railways.

Source - - [https://www.ibef.org/industry/indian-](https://www.ibef.org/industry/indian-railways.aspx#:~:text=Indian%20Railways'%20revenue%20increased%20at,US%24%207.55%20billion%20in%20FY19P.)

[railways.aspx#:~:text=Indian%20Railways'%20revenue%20increased%20at,US%24%207.55%20billion%20in%20FY19P.](https://www.ibef.org/industry/indian-railways.aspx#:~:text=Indian%20Railways'%20revenue%20increased%20at,US%24%207.55%20billion%20in%20FY19P.)

Power

Power is among the most critical component of infrastructure, crucial for the economic growth and welfare of nations. The existence and development of adequate infrastructure is essential for sustained growth of the Indian economy. India's power sector is one of the most diversified in the world. Sources of power generation range from conventional sources such as coal, lignite, natural gas, oil, hydro and nuclear power to viable non-conventional sources such as wind, solar, and agricultural and domestic waste. Electricity demand in the country has increased rapidly and is expected to rise further in the years to come. In order to meet the increasing demand for electricity in the country, massive addition to the installed generating capacity is required.

The Government of India's focus on attaining 'Power for all' has accelerated capacity addition in the country. At the same time, the competitive intensity is increasing at both the market and supply sides (fuel, logistics, finances, and manpower). Between April 2000 and September 2020, the industry attracted US\$ 15.23 billion in Foreign Direct Investment (FDI), accounting for 3% of total FDI inflow in India. Large scale investments in the power sector will lead to sustained long term demand for the power cables.

Source – IBEF - <https://www.ibef.org/industry/power-sector-india.aspx>

RISKS AND CONCERNS

Finance Cost Risk: Finance Cost risk arises due to payment of high rate of interest & charges on term loans and other funds & non-fund-based facilities being availed by the company from banks and other financial institutions. The company tries to minimize this risk by keeping a check on the interest rates & charges charged by various banks & financial institutions and by swapping its long term/short term loans with banks/ FIs charging lesser interest rates and other charges.

Liquidity Risk: Liquidity risk is the risk that the company may be unable to meet short term financial demands. This

usually occurs due to the inability to convert a security or hard asset to cash without a loss of capital or income in the process. The company manages the liquidity risk by ensuring the availability of adequate funds at all times to meet its liability obligations on before the due dates.

Raw Material Availability and Price Fluctuations: Scarce availability and price-volatility in Company's Basic Raw Materials - Copper, Aluminium, Steel, and PVC etc. can severely impact the profits of the Company. To mitigate these risks, the Company inculcates MOUs with its suppliers, price escalation clauses for large orders and hedges these raw-materials on the commodity exchange.

Foreign Exchange Risk: Foreign exchange risk is a financial risk posed by an exposure to unanticipated changes in the exchange rate between two currencies. Company may import a part of its raw materials, spare parts etc. and is also engaged in export of its products. To mitigate this risk, the company resorts to forward booking where deemed appropriate.

Human Resource Risk: In the absence of quality human resources, the company may not be able to execute its growth plans. To mitigate this risk, the company places due importance to its human capital assets and invests in building and nurturing a strong talented pool to gain strategic edge and achieve operational excellence in all its goals.

RESULTS OF OPERATIONS (INR in Lacs)

| Particulars | FY'21 | FY'20 |
|-------------------------------------|-----------|-----------|
| Gross Sales | 37,851.44 | 48,508.64 |
| Net Income from Operations | 32,337.00 | 42,089.07 |
| Total Expenditure | | |
| Consumption of Raw Material | 24,162.82 | 32,655.24 |
| Manufacturing Expenses | 1,654.79 | 1,949.49 |
| Staff Cost | 1,997.04 | 2,349.60 |
| Administrative & Other expenses | 1,049.24 | 978.64 |
| OPBITDA | 3473.11 | 4,156.10 |
| Depreciation & Amortisation | 708.31 | 661.33 |
| OPBIT | 2764.80 | 3,494.77 |
| Finance charges (Net) | 2283.32 | 2,561.83 |
| OPBT | 481.48 | 932.94 |
| Non Operating Income / Other Income | 137.60 | 151.75 |
| PBT | 619.08 | 1,084.69 |
| Current Year tax | 200.70 | 281.84 |
| Deferred tax (Assets) | (17.15) | (263.91) |
| Other Comprehensive Income (Loss) | 6.06 | (12.49) |
| PAT | 441.59 | 1,054.27 |

During the year under review, Net Sales from Operations stood at ` 32,337.00 Lacs, as against ` 42,089.07 Lacs in FY'20.

The Operational Profit, before making provision for Interest, Depreciation and Amortization, stood at ` 3,473.11 Lacs for FY'21 as against ` 4,156.10 Lacs in FY'20. Thereby, the Profit After Tax during the year stood at ` 441.59 Lacs, as against ` 1,054.27 Lacs in the previous Financial Year' 20.

Your Company in the last Financial Year obtained approval from prestigious domestic / global customers covering sector like Hydrocarbon, Fertilisers and Chemicals, Cements, Metros and Railways and have obtained approval from various customers like Cinda, HRRL, HURL U P Jal Nigam, Rajasthan Water Supply and Sewerage Management for Power, Control, Instrumentation and Communication cables.

Your Company has also executed large volume orders between INR 20 to 30 Cr. from prestigious customers like BGR - A/c Ghatampur Power Station, L&T Hydrocarbon - A/c IOCL Paradip and HURL, Petrofac - A/c BPCL Kochi, Technip, - A/c HURL, Ultratech Cement, Nayara Energy and others.

Your Company's current focus is on increasing its business from various sectors, including Hydrocarbons, Freight Corridor, Metros, Water Projects, Process Industry, Railway signalling and Protection systems and infrastructure projects among others.

SIGNIFICANT CHANGES IN FINANCIAL RATIOS

During the year, on a standalone basis, there was no significant change i.e. which are more than 25% as compared to the previous year, in the financial ratios compared to the previous year. However, there is a slight change in following ratio's as compared to the previous year which is summarized below:

| Particular | Consolidated | | Change (%) | Reason for Change |
|---------------------|--------------|------------|------------|--|
| | FY 2020-21 | FY 2019-20 | | |
| Debt Equity Ratio | 0.15% | 0.08% | 0.07% | This ratio has increased due to ECL Term Loan and Term Loan sanctioned under COVID 19 package by Banks and Financial Institutions. |
| Net Profit Ratio | 1.35% | 2.54% | 1.19% | These ratios have been impacted on account of disruption in business operations due to the nation wide lockdowns imposed to prevent the spread of COVID 19 by Government. Consequently resulted in lower turnover/ lower Net Profit during the financial year 20-21. |
| Return on Net Worth | 3.03% | 7.73% | 4.7% | |

SEGMENTAL OVERVIEW

The company operates under a single product segment i.e. Cables. The company mainly focuses on specialized instrumentation cable and control cables which differentiates it from most other wire & cable players in the country.

INTERNAL CONTROL SYSTEM

The system of Internal Control provides for maintenance of proper accounting records, reliability of financial information and assures its operations are effective and efficient, and its activities comply with applicable laws and regulations. The internal audit is carried out by an independent firm of Chartered Accountants and covers all the key areas of the company's business.

INDUSTRIAL RELATIONS AND HUMAN CAPITAL

The Company strives to provide the best working environment with ample opportunities to grow and explore. The Company maintained healthy, cordial and harmonious industrial relations at all levels throughout the year. Every initiative and policy of the Company takes care of welfare of all its employees. The human resource development function of the Company is guided by a strong set of values and policies.

FUTURE OUTLOOK

The vision of CORDS is to be recognized as a leading global player, providing products and services, offering comprehensive solutions to the electrical, data and signal connectivity requirements of businesses, institutions as well as household users. It focuses on capturing new

markets by developing customers in new and existing territories, to provide new cables for special applications like solar, marine, low temperature cables, cables for automobiles etc.

DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

CAUTIONARY STATEMENT

Statement made in this report in describing the company's objectives, estimates and expectations are "Forward looking Statement" within the meaning of applicable laws and regulations. They are based on certain assumptions and expectations of future events but the company, however, cannot guarantee that these assumptions are accurate or will be materialized by the company. Actual results may vary from those expressed or implied, depending upon the economic conditions, Government policies and/or other related factors.

ON BEHALF OF THE BOARD OF DIRECTORS

Naveen Sawhney
Managing Director
DIN : 00893704

Sanjeev Kumar
Whole Time Director
DIN : 07178759

New Delhi
August 24, 2021

DIRECTORS' REPORT

To,
Dear Members,

Your Directors have pleasure in presenting the 30th Annual Report of your company together with the audited financial statement of your company for financial year ended March 31, 2021.

FINANCIAL HIGHLIGHTS

(` in Lacs)

| Particulars | FY 2020-21 | FY 2019-20 |
|--|------------------|------------------|
| Revenue from Operations | 32,337.00 | 42,089.07 |
| Other Income | 137.60 | 151.75 |
| Total Income | 32,474.60 | 42,240.82 |
| Operating Expenditure | 28,863.89 | 37,932.97 |
| Profit before interest, tax and depreciation (PBITD) | 3,610.71 | 4,307.85 |
| Finance Cost | 2,283.32 | 2,561.83 |
| Depreciation | 708.31 | 661.33 |
| Profit before tax (PBT) | 619.08 | 1,084.69 |
| Provision for Tax (including deferred tax) | 183.55 | 17.93 |
| Other Comprehensive Income | 6.06 | (12.49) |
| Profit after Tax (PAT) | 441.59 | 1,054.27 |
| Profit brought forward from previous year | 7562.46 | 6,894.04 |
| Impairment of right of use assets / prior period taxes written off | - | (385.85) |
| Profit available for appropriations | 8,004.06 | 7562.46 |
| Transferred to General Reserve | - | - |
| Profit carried forward | 8,004.06 | 7562.46 |

COMPANY'S PERFORMANCE/STATE OF COMPANY'S AFFAIRS

During the financial year 2020-21 company's total income stood at ` 32,474.60 lacs as against ` 42,240.82 lacs in the previous year. Your Company earned Profit Before Interest, Tax and Depreciation of ` 3,610.71 lacs as against a PBITDA of ` 4,307.85 lacs in the previous year. The finance cost was ` 2,283.32 lac as against ` 2,561.83 lacs in the previous year. The finance cost includes the Preference Share Dividend and tax thereon as and when approved and declared in Annual General Meeting (AGM). Preference Dividend paid in F.Y. 2019-20 was ` 19.29 lacs and in the FY 2020-21 it is ` 16.00 lacs.

Your company earned profit after tax for the year of ` 441.59 lacs as against a PAT of ` 1054.27 lacs earned in the previous year.

In the financial year 2019-20, the company got registered as an approved vendor with one of the Japanese Engineering and consultancy & contracting major for supply of different types of cables.

Government rolled out the National Infrastructure Pipeline (NIP) at the end of calendar year 2019, The NIP is introduced with a vision to spend `100 tn on infra over the five year between FY20-25 which twice the of the

investment amount projected for last 5 years between FY 14-19.

FY21 & FY22 will witness peak investments under NIP thereby boosting demand for Cables across sectors. In the power (conventional and renewable energy), the NIP plans to Increase the total capacity from 356GW to 619GW.

Under Jal Jeevan Mission, all rural households to have piped water supply by 2024, which will boost demand for cables used for water desalination process.

Newly added prestigious export/domestic clients

Your Company in the last Financial Year obtained approval from prestigious domestic / global customers covering sector like Hydrocarbon, Fertilisers and Chemicals, Cements, Metros and Railways and have obtained approval from various customers like Cinda, HRRL, HURL U P Jal Nigam, Rajasthan Water Supply and Sewerage Management for Power, Control, Instrumentation and Communication cables.

Your Company has also executed large volume orders between INR 20 to 30 Cr. from prestigious customers like BGR - A/c Ghatampur Power Station, L&T Hydrocarbon - A/c IOCL Paradip and HURL, Petrofac -

A/c BPCL Kochi, Technip, - A/c HURL, Ultratech Cement, Nayara Energy and others.

Your Company's current focus is on increasing its business from various factor including the Hydrocarbons, Freight Corridor, Metros, Water Projects, Process Industry, Railway signalling Protection systems and infrastructure projects, among others.

CAPITAL STRUCTURE

During the Financial Year under review, Company has not issued any Equity/ Preference shares to its shareholders.

The Authorised Capital of the Company is ₹ 17,10,00,000/- (Rupees Seventeen Crores Ten Lakhs Only) divided into no(s) 1,35,00,000 (One Crore Thirty Five Lacs) Equity Shares of ₹ 10/- (Rupees Ten) each and no(s) 3,60,000 (Three Lacs Sixty Thousand) Cumulative Redeemable Non- Convertible Preference Share of ₹ 100/- (Rupees Hundred) each.

Also, the Issued, Subscribed and paid up share capital of the Company is ₹ 14,52,77,800/- (Rupees Fourteen Crores Fifty Two Lakhs Seventy Seven Thousand Eight Hundred only) divided into no(s) 1,29,27,780 (One Crore Twenty Nine Lakh Twenty Seven Thousand Seven Hundred and Eighty only) Equity shares of ₹ 10/- (Rupees Ten) each and no(s) 1,60,000 (One Lakh Sixty Thousand) Cumulative Redeemable Non- Convertible Preference Shares of ₹ 100/- each fully paid.

APPROPRIATIONS

a) Transfer to Reserves

Your Directors do not propose to transfer any amount to reserves during the Financial Year ended March 31, 2021.

b) Dividend

The Board of Directors of your Company recommend a Dividend @ 10% p.a. on No(s) 1,60,000 Cumulative Redeemable Non-Convertible Preference Shares of

₹ 100 each (fully paid up) for the Financial Year 2020-21, subject to approval of the Members at the ensuing 30th (Thirtieth) Annual General Meeting (AGM). These shares are not listed on any stock exchanges.

The Board of Directors, after duly considering the requirement of funds for Working Capital and repayment of loan instalments, have not recommended any dividend on equity shares for the year under review in view to further strengthen the financial position of your Company.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of the Company during the financial year ended March 31, 2021.

PARTICULARS OF SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

As on date of this report, your company does not have any subsidiary, joint ventures and Associate Company. Further, during the period under review no company become or ceased to be its subsidiaries, joint venture or Associate Company.

LISTING OF SHARES

The shares of the Company are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE). The listing fee for the year 2020-21 has already been paid to the stock exchanges.

ISO CERTIFICATES

Your company is to be awarded the globally recognized prestigious ISO 9001: 2015, ISO 14001:2015, ISO 9001:2015, ISO 45001:2018 and BS OHSAS 18001:2007 Certification, for meeting international standards of Quality, Environmental, Occupational Health and Safety Management Systems.

CREDIT RATING

Credit Analysis and Research Ltd. (CARE Ratings) reaffirmed the credit ratings of the company's long term / short term bank facilities:

| Facilities | Rating | Remarks | Rating Definition |
|----------------------------|--|------------|---|
| Long term Bank Facilities | CARE BBB; Stable (Triple B; Outlook: Stable) | Reaffirmed | This rating is applicable to facilities having tenure of more than one year. Instruments with this rating are considered to have moderate degree of safety regarding timely servicing of financial obligations. Such instruments carry moderate credit risk. 'Stable' outlook indicates expected stability (or retention) of the credit ratings in the medium term on account of stable credit risk profile of the entity in the medium term. |
| Short term Bank Facilities | CARE A3 (A Three) | Reaffirmed | This rating is applicable to facilities having tenure up to one year. Instruments with this rating are considered to have moderate degree of safety regarding timely payment of financial obligations. |

DEPOSITORY SYSTEM

Your Company's Equity Shares are available for dematerialization through National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the period under review, no material order has been passed by any regulator or court or tribunal which would impact the going concern status and the Company's future operations excepting to the extent as may be mentioned in the Notes to Accounts attached to the Financial Statements forming part of the Annual Report.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors of your Company during the Financial Year 2020-21 comprised of the following Directors:

| S. No. | Particulars | Designation | Remarks |
|--------|---------------------------------------|----------------------|---|
| 1 | Mr. Naveen Sawhney (DIN:00893704) | Managing Director | In terms of the applicable provisions of the Act and the Articles of Association of the Company, Mr. Naveen Sawhney, Managing Director of the company shall retire by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment. On the recommendation of Board, the proposal regarding his re- appointment as Director is placed for your approval. Brief resume and other details of Mr. Naveen Sawhney, who is proposed to be re-appointed as a Director of your company, have been furnished in the Explanatory Statement to the Notice of the ensuing Annual General Meeting. |
| 2 | Mr. Sanjeev Kumar (DIN:07178759) | Whole Time Director | Mr. Sanjeev Kumar was appointed as Whole Time Director of the company w.e.f. May 30, 2020 for a period of three years and his appointment was approved by shareholders in their meeting held on September 29, 2020. |
| 3 | Mr. Vijay Kumar (DIN:01291193) | Independent Director | Second term of appointment of Mr. Vijay Kumar as an Independent Director had comes to an end on January 09, 2021. |
| 4 | Mr. Parveen Kumar (DIN:08952635) | Independent Director | Mr. Parveen Kumar was appointed as "Additional Director" (Non-Executive & Independent) by Board of Directors in their meeting held on November 11, 2020 and subject to the approval of Shareholders, Mr. Parveen Kumar shall hold office for a period up the date of next annual general meeting scheduled to be held in the calendar year 2022. |
| 5 | Mrs. Asha Bhandari (DIN:00212254) | Independent Director | Second term of appointment of Mrs. Asha Bhandari as an Independent Director had comes to an end on March 31, 2021. |
| 6 | Mrs. Anju Khera (DIN:05322575) | Independent Director | Mrs. Anju Khera was appointed as "Additional Director" (Non-Executive & Independent) by Board of Directors in their meeting held on March 30, 2021 to hold office for a period of 1 (one) year w.e.f. April 01, 2021 (subject to shareholders' approval). But due to personal reasons and family commitments Mrs. Anju Khera has tendered her resignation w.e.f. June 17, 2021. |
| 7 | Mr. Vimal Dev Monga (DIN:06803618) | Independent Director | Second term of appointment of Mr. Vimal Dev Monga as an Independent Director had comes to an end on April 22, 2021. |

| S. No. | Particulars | Designation | Remarks |
|--------|---|----------------------|---|
| 8 | Mr. Om Prakash Bhandari (DIN:00046524) | Independent Director | Mr. Om Prakash Bhandari was appointed as "Additional Director" (Non-Executive & Independent) by Board of Directors in their meeting held on March 30, 2021 to hold office for the period of 5 (five) year w.e.f. April 23, 2021 (subject to shareholders' approval). But on April 24, 2021, suddenly and unexpectedly, Mr. Om Prakash Bhandari passed away. |
| 9 | Mr. Prem Kumar Vohra (DIN: 00186923) | Independent Director | Mr. Prem Kumar Vohra, was appointed as an "Additional Director" (Non-Executive & Independent) by the Board of Directors with effect from March 14, 2020 for a period of 1 (one) year and his appointment was subsequently approved by the shareholders in their meeting held on September 29, 2021 to hold office w.e.f. March 14, 2020 to March 13, 2021. Mr. Prem Kumar Vohra was reappointed by Board as an Independent Director w.e.f. March 30, 2021 and subject to the approval of shareholders, shall hold office for the period of 5 (five) years. |
| 10 | Mr. Rahul Mohnot (DIN:00488475) | Independent Director | Mr. Rahul Mohnot, was appointed as an "Additional Director" (Non-Executive & Independent) by the Board of Directors in their meeting held on June 30, 2021 and subject to the approval of shareholders Mr. Rahul Mohnot shall hold office for a period up the date of next annual general meeting scheduled to be held in the calendar year 2022. |
| 11 | Mrs. Eila Bhatia (DIN: 09274423), | Independent Director | The Board of Directors in their meeting held on August 13, 2021 approved appointment of Mrs. Eila Bhatia, as an "Additional Director" (Non-Executive & Independent) w.e.f. September 01, 2021 subject to the approval of shareholders at the ensuing Annual General Meeting of the Company. If appointed, she shall hold office for a period up the date of next annual general meeting scheduled to be held in the calendar year 2022. |

Key Managerial Personnel (KMP):

In term of Section 2(51) and Section 203 of the Company's Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, following persons are the Key Managerial Personnel (KMP) of the Company:

- Mr. Naveen Sawhney (Managing Director),
- Mr. Sanjeev Kumar (Whole Time Director),
- Mr. Sandeep Kumar* (Chief Financial Officer) and
- Ms. Garima Pant (Company Secretary)

* *Manoj Kumar Gupta, CFO of the company has tendered his resignation w.e.f. April 24, 2021 and Mr. Sandeep Kumar, General Manager of the Company was designated as CFO w.e.f. April 25, 2021.*

Remuneration and other details of the said Key Managerial Personnel for the financial year ended March

31, 2021 are mentioned in **ANNEXURE - 1** which is attached as annexure to the Board Report.

There were no other changes in Key Managerial Personnel during the year.

Declaration from Independent Director(s)

Your Company has received declarations from all the Independent Directors confirming that they meet the criteria of Independence as laid down under section 149(6) of the Companies Act, 2013 read with rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 and in terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective

independent judgement and without any external influence. The Board of Directors of the Company has taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same.

In the opinion of the Board, they fulfil the conditions of independence as specified in the Act and the Rules made thereunder and are independent of the management. There has been no change in the circumstances affecting their status as Independent Directors of the Company. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise in the fields of science and technology, industry experience, strategy, finance and governance, IT and digitalisation, human resources, safety and sustainability, etc. and that they hold the highest standards of integrity.

The Independent directors also confirmed that they have complied with the Company's Code of Conduct for Independent Directors prescribed in Schedule IV to the Companies Act, 2013. The Certificate of Independence received from all the Independent Directors have been duly noted by the Board.

STATEMENT OF THE BOARD OF DIRECTORS WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE OF INDEPENDENT DIRECTORS APPOINTED DURING THE FINANCIAL YEAR 2020-21:

Mr. Parveen Kumar, who was appointed as an "Additional Director" (Non-Executive & Independent Director) of the Company by the Board of Directors at their Meeting held on November 11, 2020, and subject to the approval of Shareholders at ensuing Annual General Meeting, who shall hold office for a period up the date of next annual general meeting scheduled to be held in the calendar year 2022 have also possesses the requisite integrity, expertise and experience.

Mr. Prem Kumar Vohra, who was appointed as an "Additional Director" (Non-Executive & Independent Director) of the Company by the Board of Directors at its Meeting held on March 30, 2021, and subject to the approval of Shareholders at ensuing Annual General Meeting, who shall hold office for a period of 5 (five) years i.e. from March 30, 2021 to March 29, 2026 have also possesses the requisite integrity, expertise and experience

Mr. Rahul Mohnot, who was appointed as an "Additional Director" (Non-Executive & Independent Director) of the Company by the Board of Directors at its Meeting held on June 30, 2021, and subject to the approval of Shareholders at ensuing Annual General Meeting, who shall hold office for a period up the date of next annual general meeting scheduled to be held in the calendar year 2022 have also possesses the requisite integrity, expertise and experience.

The Board of Directors of the Company at their meeting held on August 13, 2021 approved appointment of **Mrs. Eila Bhatia**, as an "Additional Director" (Non-Executive & Independent Director) of the Company w.e.f. September 01, 2021 and subject to the approval of Shareholders at ensuing Annual General Meeting, who shall hold office for a period up the date of next annual general meeting scheduled to be held in the calendar year 2022 have also possesses the requisite integrity, expertise and experience.

Apart from above,

- Mr. Om Prakash Bhandari (demise on April 24, 2021),
- Mrs. Anju Khara (Resigned on June 17, 2021),

was also appointed as an Additional Director w.e.f. April 23, 2021 and April 01, 2021 respectively.

All the Independent Directors of your Company have successfully registered their name for inclusion in the 'Independent Directors Data Bank' maintained by the Indian Institute of Corporate Affairs, Manesar.

BOARD AND ITS COMMITTEES

The Board of Directors of your Company had already constituted various Committees in Compliance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Committee of Directors and Corporate Social Responsibility (CSR) Committee.

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

Details of the role and composition of these committees, including the numbers of meetings held during the financial year and attendance at meetings, are provided in the Corporate Governance Section, which forms part of the Annual Report.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the year under review, 6 (Six) meetings of the Board of Directors were held. For details of the meetings of the Board, please refer to the corporate governance report, which forms part of this Annual Report.

Pursuant to Ministry of Corporate Affairs (MCA) general circular no. 11/2020 dated March 24, 2020, issued in view of COVID-19 outbreak, the mandatory requirement of holding Board meeting within the interval of one hundred and twenty (120) days provided in Section 173 of the Companies Act, 2013 was relaxed and extended by a period of sixty (60) days for the companies.

In view of the above relaxation, the first Board Meeting for FY 2020-21 was conducted on June 27, 2020 which was as per the revised timelines of the MCA circular.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors make the following statement in term of Section 134 of the Companies Act, 2013, which is to the best of their knowledge and belief and according to the information and explanations obtained by them:

- a) that in the preparation of the annual accounts for the Financial Year ended March 31, 2021, the applicable accounting standards have been followed, along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2021 and of the profit of the company for the financial year ended on March 31, 2021;
- c) that the Directors 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;
- d) that the annual accounts for the financial year ended on March 31, 2021 have been prepared on a going concern basis;
- e) that the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively; and
- f) that the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems, established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee; the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2020-21.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Nomination and Remuneration Committee ("The NRC") is responsible for developing competency requirements for the Board based on the industry and strategy of the Company. The Board composition analysis reflects in-depth understanding of the Company, including its strategies, environment, operations, financial condition and compliance requirements. The Committee is also responsible for reviewing the profiles of potential candidate's vis-à-vis the required competencies and meeting potential candidates, prior to making

recommendations of their nomination to the Board. At the time of appointment, a specific requirement for the position including expert knowledge expected is communicated to the appointee.

During the year under review, the Board has also reviewed the list of core skills, expertise and competencies of the Board of Directors as are required in the context of the businesses and sectors applicable to the Company which were mapped with each of the Directors on the Board. The same is disclosed in the Corporate Governance Report forming part of the Annual Report

Criteria for Determining Qualifications, Positive Attributes and Independence of a Director:

The NRC has formulated the criteria for determining qualifications, positive attributes and independence of Directors in terms of provisions of Section 178(3) of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations.

Independence: In accordance with the above criteria, a Director will be considered as an 'Independent Director' if he/ she meets the criteria for Independence as laid down in the Act and Rules framed thereunder, as amended and Regulation 16(1)(b) of the SEBI Listing Regulations.

Qualifications: A transparent Board nomination process is in place that encourages diversity of thought, experience, knowledge, perspective, age and gender. It is also ensured that the Board has an appropriate blend of functional and industry expertise. While recommending the appointment of a Director, the NRC considers the manner in which the function and domain expertise of the individual will contribute to the overall skill-domain mix of the Board.

Positive Attributes: In addition to the duties as prescribed under the Act, the Directors on the Board of the Company are also expected to demonstrate high standards of ethical behaviour, strong interpersonal and communication skills and soundness of judgement. Independent Directors are also expected to abide by the 'Code for Independent Directors' as outlined in Schedule IV to the Act.

REMUNERATION POLICY

On the recommendation of the NRC, the Board has adopted and framed a Remuneration Policy for the Directors, Key Managerial Personnel and other employees pursuant to the provisions of the Act and the Listing Regulations. The remuneration determined for Executive Directors is subject to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors. The Executive Directors are not paid sitting fees; the Independent Directors are entitled to sitting fees for attending the Board Meetings.

It is affirmed that the remuneration paid to Directors, Key Managerial Personnel and all other employees is in accordance with the Remuneration Policy of the

Company. The Company's Policy on Directors' Appointment and Remuneration and other matters provided in Section 178(3) of the Act and Regulation 19 of the Listing Regulations have been disclosed in the Corporate Governance Report, which forms part of the Annual Report.

The Remuneration Policy of your Company can be viewed at the following link: http://cordscable.com/cordscable/Nomination_Remuneration_Policy.pdf and The Remuneration details of the Directors, Chief Financial Officer and Company Secretary, along with details of ratio of remuneration of each Director to the median remuneration of employees of the Company for the FY under review are provided as **ANNEXURE - 1**.

PARTICULARS OF EMPLOYEES

Disclosures with respect to the remuneration of Directors, KMPs and employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in **ANNEXURE - 1** to this Report.

MANAGERIAL REMUNERATION

The remuneration paid to the Directors and Key Managerial Personnel of the Company during the Financial Year 2020-21 was in accordance with the Nomination and Remuneration Policy of the Company.

Statement containing particulars of top 10 employees and the employees drawing remuneration in excess of limits prescribed under Section 197 (12) of the Act read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the Annexure forming part of this report. In terms of proviso to Section 136(1) of the Act, the Report and Accounts are being sent to the shareholders including the aforesaid Annexure. The said Statement is also open for inspection at the Registered Office of the Company, up to the date of the ensuing Annual General Meeting. Any member interested in obtaining a copy of the same

may write to the Company Secretary at csc@cordscable.com.

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

The Independent Directors attend a Familiarization / Orientation Program on being inducted into the Board. The details of Familiarization Program are provided in the Corporate Governance Report and are also available on the Company's website at http://cordscable.com/cordscable/Familiarisation_Programme.pdf.

ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND OF DIRECTORS:

Pursuant to the applicable provisions of the Act and SEBI Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees. The NRC has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The performance of the Board and individual Directors was evaluated by the Board after seeking inputs from all the Directors. The performance of the Committees was evaluated by the Board after seeking inputs from the Committee Members.

The criteria for performance evaluation of the Board included aspects such as Board composition and structure, effectiveness of Board processes, contribution in the long-term strategic planning, etc. The criteria for performance evaluation of the Committees included aspects such as structure and composition of Committees, effectiveness of Committee Meetings, etc. The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The Board of Directors has expressed its satisfaction with the evaluation process.

DISCLOSURES AS PER THE COMPANIES (ACCOUNTS) RULES, 2014

| Sr. No. | Particulars | Remarks |
|---------|--|--|
| 1 | Change in Nature of Business, if any | None |
| 2 | Details of Directors / Key Managerial Personnel (KMP) who were appointed or have resigned during the Financial Year 2020-21; | <ul style="list-style-type: none"> Second term of appointment of Mr. Vijay Kumar as an Independent Director had comes to an end on January 09, 2021; Mr. Parveen Kumar was appointed as "Additional Director" (Non-Executive & Independent) by Board of Directors in their meeting held on November 11, 2020 to hold office w.e.f. January 10, 2021 and subject to the approval of Shareholders, Mr. Parveen Kumar shall hold office for a period up the date of next annual general meeting scheduled to be held in the calendar year 2022; |

| Sr. No. | Particulars | Remarks |
|---------|--|---|
| | | <ul style="list-style-type: none"> • Second term of appointment of Mrs. Asha Bhandari as an Independent Director had comes to an end on March 31, 2021; • Mrs. Anju Khera was appointed as "Additional Director" (Non-Executive & Independent) by Board of Directors in their meeting held on March 30, 2021 to hold office for a period of 1 (one) year w.e.f. April 01, 2021 (subject to shareholders' approval). But due to personal reasons and family commitments Mrs. Anju Khera has tendered her resignation on June 17, 2021; • Second term of appointment of Mr. Vimal Dev Monga as an Independent Director had comes to an end on April 22, 2021; • Mr. Om Prakash Bhandari was appointed as "Additional Director" (Non-Executive & Independent) by Board of Directors in their meeting held on March 30, 2021 to hold office for the period of 5 (five) year w.e.f. April 23, 2021(subject to shareholders' approval). But on April 24, 2021, suddenly and unexpectedly, Mr. Om Prakash Bhandari passed away; • Mr. Prem Kumar Vohra, was appointed as an "Additional Director" (Non-Executive & Independent) by the Board of Directors with effect from March 14, 2020 for a period of 1 (one) year and his appointment was subsequently approved by the shareholders in their meeting held on September 29, 2020 to hold office w.e.f. March 14, 2020 to March 13, 2021. Mr. Prem Kumar Vohra was reappointed by Board as an Independent Director w.e.f. March 30, 2021 and subject to the approval of shareholders, shall hold office for the period of 5 (five) years; • Mr. Rahul Mohnot, was appointed as an "Additional Director" (Non-Executive & Independent) by the Board of Directors in their meeting held on June 30, 2021 and subject to the approval of shareholders Mr. Rahul Mohnot shall hold office for the period up the date of next annual general meeting scheduled to be held in the calendar year 2022. • The Board of Directors in their meeting held on August 13, 2021 approved appointment of Mrs. Eila Bhatia, as an "Additional Director" (Non-Executive & Independent) w.e.f. September 01, 2021 and subject to the approval of shareholders Mrs. Eila Bhatia shall hold office for a period up the date of next annual general meeting scheduled to be held in the calendar year 2022. |
| 3 | Names of Companies which have become or have ceased to be Subsidiaries, Joint Ventures or Associate Companies during the Financial Year 2020-21. | Nil |

| Sr. No. | Particulars | Remarks |
|---------|--|---|
| 4 | Details of Deposits covered under Chapter V of the Companies Act, 2013 | (i) Accepted during the year: Nil (ii) Remained unpaid or unclaimed during the year: Nil (iii) Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and total amount involved: a. At the beginning of the year : Nil b. Maximum during the year : Nil c. At the end of the year : Nil (iv) Details of Deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013: None. |
| 5 | Details of Significant and Material Orders passed by the Regulators or Courts or Tribunals, impacting the going concern status and the Company's operations in future. | No significant and material orders have been passed by the regulators or Courts or Tribunals which impact the going concern status and Company's operations in future. |
| 6 | Details in respect of Adequacy of Internal Financial Controls with reference to the Financial Statement. | In the opinion of the Board of Directors, Internal Financial Controls are adequate. |

INDEPENDENT DIRECTORS' MEETING

The Independent Directors met once during the Financial Year 2020-21, i.e., on February 12, 2021, pursuant to Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV to the Companies Act, 2013, inter-alia, to discuss:

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

The Meeting of the Independent Directors was conducted without the presence of the Chairman/Managing Director, Non-Executive Directors, Chief Financial Officer and the Company Secretary & Compliance Officer of the Company.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place adequate internal financial controls with reference to the Financial Statements. The Audit Committee of the Board reviews the internal control systems including internal financial control system, the adequacy of internal audit function and significant internal audit findings with the management, Internal Auditors and Statutory Auditors. The details in respect of internal

financial control and their adequacy are also included in the Management Discussion and Analysis, which forms part of this report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions that were entered into during the financial year were on arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the SEBI Listing Regulations.

No material related party transactions were entered into during the financial year by the Company. Therefore, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form No. AOC-2 is not applicable to the Company and hence the same is not provided.

Apart from the transaction mentioned above, there were no materially significant related party transactions entered into by your Company with the Promoters, Directors, Key Managerial Personnel or other designated persons which might have potential conflict with the interest of the Company at large, during the FY 2020-21.

Further, the related party transactions attracting the compliance under Section 177 of the Companies Act, 2013 and/or SEBI Listing Regulations were placed before the Audit Committee on quarterly basis for necessary approval/review. Also a statement of all related party transactions entered was presented before the Audit Committee on quarterly basis, specifying the nature, value and any other related terms and conditions of the transactions.

During the period under review Related Party transactions were also disclosed to the Board on regular basis as per IND AS -24. Details of related party transactions as per IND AS- 24 may be referred to in Note 29 (D) of the Financial Statement.

The Company has a Policy on Related Party Transactions in place which is in line with the Act and the SEBI Listing Regulations and the same is also available on the Company's website at <http://www.cordscable.com/cordscable/corporate.php>. None of the Directors has any pecuniary relationship or transaction(s) vis-a-vis the company except remuneration and sitting fees.

DISCLOSURES OF TRANSACTIONS OF THE COMPANY WITH ANY PERSON OR ENTITY BELONGING TO THE PROMOTER / PROMOTER GROUP

Transactions with persons or entities belonging to the promoter/ promoter group which hold(s) 10% or more shareholding in the Company as required under Schedule V, Part A (2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, have been disclosed in the accompanying Financial Statements.

CORPORATE GOVERNANCE

The Governance, Corporate Secretarial and Legal functions of the Company ensure maintenance of good governance within the organisation. They assist the business in functioning smoothly by being compliant at all times and providing strategic business partnership in the areas including legislative expertise, corporate restructuring, regulatory changes and governance.

As required by Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a detailed report on Corporate Governance together with the Auditors' Certificate on its compliance forms part of the Annual Report as **ANNEXURE - 2**.

Certificate from M/s Gupta Gulshan & Associates, Company Secretaries, regarding compliance with the conditions of Corporate Governance as stipulated in Regulation 34(3) and Schedule V of SEBI (Listing Obligation and Disclosure Requirements), 2015 has been obtained and is annexed at the end of Corporate Governance Report. Also declaration signed by the Managing Director stating that the members of the Board of Directors and Senior management personnel have affirmed the compliance with code of conduct of the Board of Directors and Senior Management is forms part of this report. The code can be viewed at the following link: <http://cordscable.com/cordscable/media/policies/Code-of-Conduct-for-Directors-Management-Team.pdf>.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis and the Business Responsibility Report as required under the

SEBI Listing Regulations form part of this Annual Report.

EXTRACT OF THE ANNUAL RETURN

In terms of Rule 12 of the Companies (Management and Administration), Rules, 2014 your Company is not required to attach the extract of the annual return with the Board's report in Form No. MGT-9, as the annual return of the company shall be placed on the website of the company as required under sub-section (3) of section 92 of the Companies Act, 2013. Accordingly, the annual return of the Company may be accessed at web-link <https://www.cordscable.com/cordscable/cordscableindustries.php>.

DEPOSITS FROM PUBLIC

Your Company has neither accepted nor renewed any deposits during FY 2020-21 in terms of Chapter V of the Companies Act, 2013 and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

MATERIAL CHANGES AND COMMITMENTS

There have been no material changes and commitments 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.

IMPACT OF COVID 19

The year started amidst a strict nationwide lockdown in India with tough restrictions on economic activity and mobility. The company initiated temporary suspension of entire manufacturing operations of the company, on March 22, 2020, in view of situation arising out of the outbreak of COVID-19 pandemic & in line with various government & local authorities' guidelines. Our manufacturing operations at Chopanki & Kaharani, both situated in Rajasthan, were partially re-commenced on 25th & 28th April 2020 respectively after obtaining requisite consent(s) from concerned government/authorities, as applicable. We are currently operating at around 55% production capacity.

Due to outbreak of COVID-19 globally and in India, the Company's management has made initial assessment of likely adverse impact on business and financial risks, and believes that the impact is likely to be short term in nature. The management does not see any medium to long term risks in the Company's ability to continue as a going concern and meeting its liabilities as and when they fall due, and compliance with the debt covenants, as applicable.

ORGANISATIONAL RESILIENCE & COMBATING COVID-19

In these difficult times of the Covid-19 pandemic, resilience for an organisation is paramount. During the year, the Company focussed on achieving its business

goals hand-in-hand with improving cash from operations and cutting costs. Necessary efforts were made towards business continuity and resilience.

The Company continued extending its support to the workers and employees. The office based employees sustained the practice of remote working/working from home with the help of adequate digital and other assistance and those working from plants and other locations ensured undertaking utmost care and precaution at all times.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013.

During the financial year ended on March 31, 2021, Company has not given any loan, investments and guarantees made/given by the Company pursuant to provisions of Section 186 of Companies Act, 2013.

RISK MANAGEMENT POLICY

Your Company has a well defined risk management framework in place to ensure appropriate identification, measurement, mitigation and monitoring of business risks and challenges across the Company. The Company's success as an organisation largely depends on its ability to identify opportunities and leverage them while mitigating the risks that arise while conducting its business. Further, in the opinion of board; any element which may threaten the existence of your company does not exist as on date of report and do not consider that such element may arise in future.

WHISTLEBLOWER POLICY / VIGIL MECHANISM

The Company has established a vigil mechanism by adopting a Whistle Blower Policy for stakeholders including directors and employees of the Company and their representative bodies to report genuine concerns in the prescribed manner to freely communicate their concerns / grievances about illegal or unethical practices in the Company, actual or suspected, fraud or violation of the Company's Code or Policies. The vigil mechanism is overseen by the Audit Committee and provides adequate safeguards against victimisation of stakeholders who use such mechanism. It provides a mechanism for stakeholders to approach the Chairman of Audit Committee or Chairman of the Company. During the year, no person was denied access to the Chairman of the Audit Committee or to the Chairman of the Company or to the Corporate Governance Cell. The Whistle Blower Policy of the Company is available at web link <http://www.cordscable.com/cordscable/corporate.php>.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company's guiding principle for CSR is to build its relationship with stakeholders and the community at large and contribute to their long term social good and welfare. The Company, in every financial year, in line with the

Companies Act, 2013, pledges to spend minimum 2% of the average net profits made during the three immediately preceding financial years towards CSR initiatives.

In terms of section 135 and Schedule VII of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company have constituted a Corporate Social Responsibility Committee, for details of the committee constitution of the CSR, please refer to the corporate governance report, which forms part of this Annual Report.

The Company has revised the CSR Policy and the terms of reference pursuant to the Companies (Corporate Social Responsibility) Amendment Rules, 2021. The revised CSR Policy is available on the website of the Company at http://cordscable.com/cordscable/CSR_Policy.pdf

The Company's commitment to CSR will be manifested by investing resources in any of the areas stipulated in Schedule VII to the Companies Act, 2013, as amended, from time to time. The Company gives preference to the local area and area around it where it operates for spending the amounts earmarked for CSR activities. During the year the Company has spent Rs. 53.76 lakh as against the statutory requirement of CSR expenditure of Rs. 53.76 lakh. The Annual Report on CSR activities is provided as **ANNEXURE - 3** and forms an integral part of this Annual Report.

INSIDER TRADING CODE

The Company has adopted an 'Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Designated Persons' ("the Code") in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 (The PIT Regulations). The Code is applicable to Promoters, Member of Promoter's Group, all Directors and such Designated Employees who are expected to have access to unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance Officer for monitoring adherence to the said PIT Regulations.

The Company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with the PIT Regulations. This Code is displayed on the Company's website viz. <http://cordscable.com>.

All Board Directors and the designated persons have confirmed compliance with the Code.

DISCLOSURE FOR PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made

thereunder. The Policy aims to provide protection to employees at workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure.

The company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment as per applicable provisions.

No complaints were pending at the beginning of the year. Further, the Company did not receive any complaints of sexual harassment during the year and accordingly, no complaints were pending as at the end of the financial year.

AUDIT COMMITTEE

Pursuant to the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 and Regulation 18 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this Annual Report. Board of your Company has accepted all recommendations of the Audit Committee.

AUDITORS AND AUDITOR'S REPORT

Statutory Auditors

The Members at their 25th Annual General Meeting (AGM) held on September 30, 2016, had appointed M/s Alok Misra & Co., Chartered Accountants, (FRN 018734N) as the Statutory Auditor of the company to hold the office for a term of five years i.e., from the conclusion of 25th Annual General Meeting until the conclusion of 30th Annual General Meeting at the remuneration of ` 6 Lacs p.a. plus Taxes as applicable.

As the tenure of statutory auditor stands comes to an end, Hence, on the recommendation of Audit Committee Board recommends the appointment of M/s Alok Misra & Co., Chartered Accountants, (FRN 018734N) as the Statutory Auditor of the company to hold office for second term of five year i.e., from the conclusion of 30th Annual General Meeting until the conclusion of 35th Annual General Meeting at the remuneration of ` 7 Lacs p.a. plus Taxes as applicable.

Therefore, the resolution relating to appointment of Auditor's is included in the Notice of the ensuing Annual General Meeting.

The Statutory Auditors, "M/s Alok Misra & Co., Chartered Accountants" have submitted a certificate confirming their eligibility under Section 139 of the Act and meet the criteria for appointment specified in Section 141 of the Act.

Further, the company has also received declaration from the Auditors that they are not disqualified for such appointment/ reappointment under the said act.

Statutory Auditors' Report

The Auditors Report to the members on the Financial Statement of the company for the financial year ended on March 31, 2021 does not contain any qualifications, reservations or adverse remarks. The observations of statutory Auditors in their report read with relevant Notes to Accounts are self explanatory and and therefore do not require further comments.

REPORTING OF FRAUDS

There have been no instances of fraud reported by the Statutory Auditors under Section 143(12) of the Act and Rules framed there under either to the Company or to the Central Government.

COST AUDITORS

In terms of the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Board of Directors in their meeting held on June 30, 2021 (based on the recommendation of the Audit Committee) has appointed M/s S. Chander & Associates, Cost Accountants (Firm Regn. No. 100105), as Cost Auditor of the Company for conducting the Cost Audit for the financial year 2021-22, at a remuneration of ` 1.07 Lacs p.a. plus taxes as applicable and out of pocket expenses incurred in connection with the aforesaid audit. Since the remuneration payable to the Cost Auditor is required to be ratified by the shareholders, the Board recommends the same for approval by members at ensuing AGM.

A Certificate from M/s S. Chander & Associates, Cost Accountants (Firm Regn. No. 100105), has been received to the effect that their appointment as Cost Auditor of the Company, if made, would be in accordance with the limits specified under Section 141 of the Act and Rules framed thereunder.

The Company has made and maintained cost accounts and records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014, for the Financial Year 2020-21, and filled cost audit report for the previous financial year 2019-20 with the Ministry of Corporate Affairs on December 30, 2020.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s Gupta Gulshan & Associates, Company Secretaries who have provided their consent and confirmed their eligibility to act as the "Secretarial Auditors" of the Company to conduct the Secretarial Audit for the Financial

Year 2021-22 at a remuneration of ₹ 1.50 Lacs p.a. plus taxes as applicable and out of pocket expenses incurred in connection with the aforesaid audit.

Secretarial Audit Report

Pursuant to Section 204 of the Companies Act, 2013, and Rules there under, a Secretarial Audit Report for the FY 2020-21 in Form MR 3 given by M/s. Gupta Gulshan & Associates, Company Secretary in practice is attached as **ANNEXURE - 4** with this report. There has been no qualification, reservation, adverse remark or disclaimer given by the Secretarial Auditors in their Report.

Annual Secretarial Compliance Report

SEBI vide its circular no CIR/CFD/CMD1/27/2019 dated February 08, 2019 directs all listed entities and their material subsidiaries to submit annual secretarial compliance report within 60 days from the end of the financial year. Compliance Report for the F. Y. March 31, 2021 prepared by M/s. Gupta Gulshan & Associates, Company Secretary in practice is attached as **ANNEXURE – 4A** with this report.

HUMAN RESOURCES

The Company takes pride in the commitment, competence and dedication different aspects of Human Resource Management such as recruitment, promotion, compensation, training, selections etc. The Company ensures equal, just fair and unbiased approach in hiring, promoting and developing an employee.

Your Directors would also like to place on records their appreciation of the commitment and efficient services

rendered by all employees of the company, without whose whole hearted efforts, the overall satisfactory performance of the company would not have been possible.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Directors have devised proper systems and processes for complying with the requirements of applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems were adequate and operating effectively.

ELECTRONIC FILLING

The Company is also periodically uploading Annual Reports, Financial Results, and Shareholding Pattern etc. on its website viz. www.cordscable.com within the prescribed time limit.

MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATION

Chief Financial Officer has given a certificate to the Board as contemplated under Regulation 17(8) of SEBI (Listing Obligation and Disclosure Requirements), 2015, provided in a separate section as **ANNEXURE - 5** and forms part of this Report.

CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under section 134 (3) (m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided as **ANNEXURE - 6** and form an integral part of this Annual Report.

FOREIGN EXCHANGE EARNING AND OUTGO

| | | |
|-----|---|--|
| (a) | Activities relating to export, initiatives taken to increase exports, development of new export markets for products and export plans | During the year under review, the Company's products were exported mainly to Middle-East countries. Company participated in Exhibitions, Technical Seminars & Conferences in foreign countries for promotion of its products. Efforts continue to enlarge the geographical reach on export market in order to maximize foreign exchange inflow and every effort made to minimize the foreign exchange outflow. |
| (b) | Total Foreign Exchange used & earned: Earnings Outgo | ₹ 1272.84 Lacs ₹ 1.15 Lacs |

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to Section 125 and other applicable provisions of the Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all the unpaid or unclaimed dividends are required to be transferred to the IEPF established by the Central Government, upon completion of 7 (seven) years.

Further, according to the IEPF Rules, the shares in respect of which dividend has not been paid or claimed

by the Shareholders for 7 (seven) consecutive years or more are also required to be transferred to the demat account created by the IEPF Authority.

Your Company does not have any unpaid or unclaimed dividend or shares relating thereto which is required to be transferred to the IEPF till the date of this Report.

STATUTORY DISCLOSURES

Your Directors state that there being no transactions with respect to following items during FY under review, no disclosure or reporting is required in respect of the same:

1. Deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of your Company under any scheme, save and except ESOS referred to in this Report.
4. Neither the Managing Director nor the Whole-time Director of your Company receives any remuneration or commission from any of its subsidiaries as there was no such subsidiary company during the period under review.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
6. Buy back of shares.
7. Particular about valuation in case of one-time settlement : During the financial year under review, the Company has not entered into one time settlement with banks or financial institution in respect of loans availed by the Company. Therefore, the reasons and other disclosures regarding difference between the amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the bank or financial institution is not applicable.
8. Detail of application under Insolvency and Bankruptcy Code, 2016 : During the period under review, no application was filed against the Company under Insolvency and Bankruptcy Code, 2016 for default in payment of debt. As no application was filed or pending during the financial year under review, therefore, no disclosure applicable in this regard.

GREEN INITIATIVE IN THE CORPORATE GOVERNANCE

In view of the Green Initiative in Corporate Governance introduced by the Ministry of Corporate Affairs vide its circular no. 17/2011 dated 21.04.2011, your company started a sustainability initiative with the aim of going green and minimizing its impact on the environment.

Your Company sincerely appreciates shareholders who have contributed towards furtherance of Green Initiative. We further appeal to other shareholders to contribute

towards furtherance of Green Initiative by opting for electronic communication.

Electronic copies of the Annual Report 2020-21 and Notice of the 30th Annual General Meeting are sent to all members whose email addresses are registered with the company/Depository participants. For members who have not registered their email addresses, physical copies of Annual Reports 2020-21 and Notice of the 30th Annual General Meeting are sent in the permitted mode. Members requiring physical copies can send a request to Company Secretary.

The Company is providing e-voting facility to all members to enable them to cast their votes electronically on all resolutions set forth in the notice. This is pursuant to section 108 of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014. The instructions for e-voting are provided in the Notice.

The Company is also periodically uploading Annual Reports, Financial Results and Shareholding Pattern etc. on its website viz. www.cordscable.com within the prescribed time limit.

APPRECIATION

The Directors hereby acknowledge the dedication, loyalty, hard work, solidarity and commitment rendered by the employees of the Company during the year. They would also like to place on record their appreciation for the continued co-operation and support received by the Company during the year from bankers, financial institutions, government authorities, business partners, shareholders, customers and other stakeholders without whom the overall satisfactory performance would not have been possible.

The Directors deeply regret the losses suffered due to the Covid-19 pandemic and place on record their sincere appreciation to all the front-line workers and those who have gone beyond their duties in battling against the pandemic.

ON BEHALF OF THE BOARD OF DIRECTORS

Naveen Sawhney
Managing Director
DIN : 00893704

Sanjeev Kumar
Whole Time Director
DIN : 07178759

New Delhi
August 24, 2021

Annexure 1 to the Directors' Report

Details pertaining to remuneration as required under Section 197 (12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

| Non-Executive Directors | Ratio to median remuneration * |
|-------------------------|--------------------------------|
| Mr. Vijay Kumar | - |
| Mrs. Asha Bhandari | - |
| Mr. Vimal Dev Monga | - |
| Mr. Prem Kumar Vohra | - |
| Mr. Parveen Kumar | - |

* No remuneration was paid to Non-executive directors except sitting fees.

| Executive Directors | Ratio to median remuneration |
|---------------------|------------------------------|
| Mr. Naveen Sawhney | 41.10:1 |
| Mr. Sanjeev Kumar | 7.72:1 |

- b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

| Directors, Chief Executive Officer, Chief Financial Officer (CFO) and Company Secretary (CS) | % increase in remuneration in the financial year |
|--|--|
| Mr. Naveen Sawhney | (14.93) |
| Mr. Sanjeev Kumar | (1.66) |
| Mr. Manoj Kumar (CFO) | (16.94) |
| Ms. Garima Pant (CS) | (11.88) |

- c. The percentage increase in the median remuneration of employees in the financial year: 0.01%
- d. The number of permanent employees on the rolls of Company: 212
- e. 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 increase in remuneration of Managerial Personnel | (13.46) |
| Average increase in remuneration of employees other than the Managerial Personnel | (9.86) |

- f. **Affirmation that the remuneration is as per the remuneration policy of the Company:**
The Company affirmed that the remuneration is as per the remuneration policy of the Company.
- g. **The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided as under:-**

Particulars of top 10 employees in terms of remuneration drawn, as on March 31, 2021:

| S. No. | Name of Employee | Designation | Remuneration (in ` lacs) | Nature of employment | Qualification | Experience (in Years) | DOJ | Age (Years) | Previous Employment & Designation |
|--------|-----------------------|-------------------------------------|--------------------------|----------------------|--|-----------------------|-----------|-------------|-----------------------------------|
| 1 | Mr. Naveen Sawhney | Managing Director | 89.99 | Permanent | Mech. Engg. & PGD Mktg. Mgmt. | 49 | 01-Apr-95 | 69 | Cords Cable Industries Ltd. |
| 2 | Mr. Hemant Kr Pandita | Vice President (Marketing) | 17.82 | Retainership | B.E. | 41 | 01-Nov-13 | 66 | Gemscab Industries Ltd. |
| 3 | Mr. Sanjeev Kumar | Whole Time Director | 16.58 | Permanent | ICWA | 19 | 02-Apr-12 | 45 | Machino Plastics Limited |
| 4 | Mr. Sandeep Kumar | G. M. (Accounts & Taxation) | 15.61 | Permanent | CA | 26 | 01-Dec-18 | 52 | Lemon Trees Hotels Limited |
| 5 | Mr. Varun Sawhney | Vice President (Marketing, IT & HR) | 15.57 | Permanent | B.Tech, MBA | 16 | 01-May-05 | 41 | Cords Cable Industries Ltd. |
| 6 | Mr. Gaurav Sawhney | Vice President (Finance & Banking) | 15.57 | Permanent | B.Sc. (Business Economics), B.Com. (H), Executive PGDM (Finance) | 13 | 04-Jan-08 | 38 | Cords Cable Industries Ltd. |
| 7 | Mr. Manoj Gupta | CFO | 15.50 | Permanent | CA | 24 | 01-Apr-15 | 50 | Globus Spirit Ltd. |
| 8 | Mr. Ajay Dixit | GM (Sales & Marketing) | 15.10 | Permanent | BA | 26 | 01-May-95 | 49 | Cords Cable Industries Ltd. |
| 9 | Mr. Jugendra Singh | GM (Sales & Marketing) | 14.21 | Permanent | B.E. | 29 | 25-Jun-06 | 55 | Servel India Pvt. Ltd. |
| 10 | Mr. Harish Kumar | DGM (Planning & Execution) | 11.77 | Permanent | B.Com, MA | 28 | 01-Nov-06 | 52 | Delton Cables |

Note :

1. Remuneration includes Basic Salary, Allowances, Taxable value of perquisites calculated in accordance with the Income Tax, 1961 and Rules made thereunder.
2. None of the employees, except Mr. Naveen Sawhney own more than 2% of the outstanding shares of the Company as on March 31, 2021.
3. None of the employee is a relative of any director or manager of the company except Mr. Varun Sawhney & Mr. Gaurav Sawhney, who are the sons of Mr. Naveen Sawhney, Managing Director of the Company.

ANNEXURE TO THE DIRECTORS' REPORT- PARTICULARS OF EMPLOYEES AS ON MARCH 31, 2021

- A** Employed throughout the financial year under review and were in receipt of remuneration for the year which, in the aggregate was not less than ` 1,02,00,000/- per annum:-

| S. No | Name / Designation/ Nature of Duties | Age (Years) | Qualification/ Experience (in years) | Remuneration | Date of Joining | Previous employment & designation | Shareholding in the Company in Number & Percentage |
|-------|--------------------------------------|-------------|--------------------------------------|--------------|-----------------|-----------------------------------|--|
| 1 | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| | | | | | | | |

- B** Employed for the part of the financial year and was in receipt of remuneration which in the aggregate was not less than ` 8,50,000/- per month :-

| S. No | Name / Designation/ Nature of Duties | Age (Years) | Qualification/ Experience (in years) | Remuneration | Date of Joining | Previous employment & designation | Shareholding in the Company in Number & Percentage |
|-------|--------------------------------------|-------------|--------------------------------------|--------------|-----------------|-----------------------------------|--|
| NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| | | | | | | | |

New Delhi
Date : Aug 24, 2021

Naveen Sawhney
Managing Director
DIN : 00893704

Sanjeev Kumar
Whole Time Director
DIN : 07178759

Annexure 2 to the Directors' Report

CORPORATE GOVERNANCE REPORT

In accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Directors of Cords Cable Industries Limited ("the Company" / "CORDS") have pleasure in presenting the Company's Report on Corporate Governance for the Financial Year ended March 31, 2021.

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The fundamental principle of Corporate Governance is achieving sustained growth ethically and in the best interest of all stakeholders. It is not a mere compliance of laws, rules and regulations but a commitment to values, best management practices and adherence to the highest ethical principles in all its dealings to achieve the objects of the Company, enhance stakeholder value and discharge its social responsibility.

Our corporate governance practices are a reflection of our value system encompassing our culture, policies, and relationships with our stakeholders. Integrity and transparency are key to our corporate governance practices to ensure that we gain and retain the trust of our stakeholders at all times. Corporate governance is about maximizing shareholder value legally, ethically and sustainably. At CORDS, the Board exercises its fiduciary responsibilities in the widest sense of the term. Our disclosures seek to attain the best practices in international corporate governance. We also endeavour to enhance long-term shareholder value and respect minority rights in all our business decisions.

To succeed, we believe, requires highest standards of corporate behaviour towards everyone we work with, the communities we touch and the environment on which we have an impact. This is our road to consistent, competitive, profitable and responsible growth and creating long-term value for our shareholders, our people and our business partners. The above principles have been the guiding force for whatever we do and shall continue to be so in the years to come.

Your Company is in compliance with the conditions of corporate governance as required under the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable.

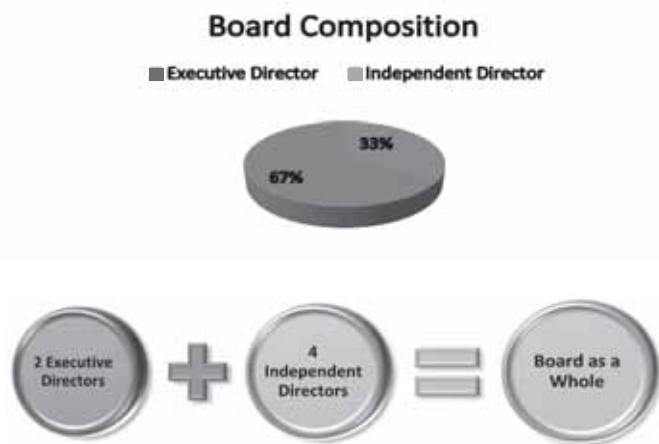
2. BOARD OF DIRECTORS

a. Composition and category of Board of Directors

The Board of Directors of the Company is the highest governance authority within the management structure of the Company. Further, the Board of Directors of the Company is totally committed to the best practices for effective Corporate Governance.

The Board of Directors, along with its Committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholders' value. The Board has a fiduciary duty in ensuring that the rights of all stakeholders are protected. The Board composition is in conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Act and the maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013.

The Board is headed by Mr. Naveen Sawhney, an Executive Director and more than one-half of the total number of Directors comprised of Non-Executive Independent Directors.



None of the Directors is related to each other and there are no inter se relationships between the Directors. Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

The Company has an active, diverse, experienced and a well-informed Board. The Company currently has a right mix of Directors on the Board who possess the requisite qualifications and experience in general corporate management, finance and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company.

| Name of the Director | Expertise in specific functional area |
|----------------------|--|
| Mr. Naveen Sawhney | Industrialist, Cable industry domain business strategy, Corporate management, planning and finance, Marketing. |
| Mr. Sanjeev Kumar | ICWA, Cost cutting/controller, commercial affairs cable industry domain. |
| Mr. Vijay Kumar | Entrepreneur, Business and Corporate Planning Cable Industry domain. |
| Mrs. Asha Bhandari | Entrepreneur General Corporate Management. |
| Mr. Vimal Dev Monga | Entrepreneur, Organisational & Business Management Cable Industry domain. |
| Mr. Prem Kumar Vohra | Entrepreneur, Corporate Social Activities, Organisational & Business Management |
| Mr. Parveen Kumar | Entrepreneur, Organisational & Business Management |
| Mr. Rahul Mohnot | Member of ICAI, member of ICSI, Entrepreneur, Corporate Social Activities, |

None of the Directors on the Board is a Member of more than 10 Committees and Chairperson of more than 5 Committees (Committees being Audit Committee and Stakeholders Relationship Committee as per Regulation 26(1) of the SEBI Listing Regulations), across all public companies in which he/she is a Director. The necessary disclosures regarding committee positions have been made by all the Directors.

None of the Directors hold office in more than 10 public companies as prescribed under Section 165(1) of the Act. No Director holds Directorships in more than 7 listed companies. Further, none of the Non-Executive Directors serve as Independent Director in more than 7 listed companies as required under the SEBI Listing Regulations. The Managing Director does not serve as an Independent Director in any listed company. All the Directors have made necessary disclosures regarding Committee positions held by them in other companies.

During the Financial Year 2020-21, 6 (Six) Board Meetings were held, i.e., on June 27, 2020, August 26, 2020, September 15, 2020, November 11, 2020, February 12, 2021 and March 30, 2021.

Pursuant to Ministry of Corporate Affairs (MCA) general circular no. 11/2020 dated March 24, 2020, issued in view of COVID-19 outbreak, the mandatory requirement of holding Board meeting within the interval of one hundred and twenty (120) days provided in Section 173 of the Companies Act, 2013 was relaxed and extended by a period of sixty (60) days for the companies.

The necessary quorum was present for all the Board Meetings.

The attendance of the Directors at the Board Meetings and the Annual General Meeting of the Company is given as below:

| S. No. | Name of the Director | Category | Number of board meetings during the year 2020-21 | | Disclosure of relationship between directors inter-se; | Whether attended Last AGM held on 29.09.2020 |
|--------|------------------------------------|---|--|----------|--|--|
| | | | Held | Attended | | |
| 1 | Mr. Naveen Sawhney DIN 00893704 | Non –Independent, Executive Director | 6 | 6 | * | Yes |
| 2 | Mr. Sanjeev Kumar DIN 07178759 | Non -Independent, Executive Director | 6 | 6 | * | Yes |

| S. No. | Name of the Director | Category | Number of board meetings during the year 2020-21 | | Disclosure of relationship between directors inter-se; | Whether attended Last AGM held on 29.09.2020 |
|--------|--------------------------------------|--|--|----------|--|---|
| | | | Held | Attended | | |
| 3 | Mr. Vijay Kumar DIN 01291193 | Independent Director, Non-Executive | 4 | 4 | * | No |
| 4 | Mrs. Asha Bhandari DIN 00212254 | Independent Director, Non-Executive | 6 | 6 | * | Yes |
| 5 | Mr. Vimal Dev Monga DIN 06803618 | Independent Director, Non-Executive | 6 | 6 | * | Yes |
| 6 | Mr. Prem Kumar Vohra DIN 00186923 | Independent Director, Non-Executive | 6 | 6 | * | Yes |
| 7 | Mr. Parveen Kumar DIN 08952635 | Independent Director, Non-Executive | 2 | 2 | | Appointed as additional w.e.f. January 10, 2021 |

Note: *No Director is related to any other Director on the Board in terms of the definition of 'relative' given under the Companies Act, 2013

The Twenty- Ninth (29th) Annual General Meeting ('e-AGM') of the Company for the Financial Year ('FY') 2019-20 was held on September 29, 2020 through video conferencing ('VC')/other audio visual means ('OAVM') in accordance with the relevant circulars issued by the Ministry of Corporate Affairs ('MCA') and SEBI. All the Directors of the Company were present at the 29th AGM.

Category and Attendance of Directors

The categories of Directors as also the number of Directorships/ Chairpersonships and Committee positions held by them in other public limited companies and the names of the listed entities where they hold directorship and the category of such directorship as on March 31, 2021 are given below:

| S. No. | Name of the Director | Date of Appointment | Category of Director | Number of Directorship in other Public Companies | | Number of Committee positions held in other Public Companies | | List of Directorship held in other listed Companies and Category of Directorship |
|--------|--|---------------------|-------------------------------------|--|--------|--|--------|--|
| | | | | Chairman | Member | Chairman | Member | |
| 1 | Mr. Naveen Sawhney DIN 00893704 | April 01, 1995 | Non -Independent Executive Director | 0 | 0 | 0 | 0 | - |
| 2 | Mr. Sanjeev Kumar DIN 07178759 | May 30, 2015 | Non -Independent Executive Director | 0 | 0 | 0 | 0 | - |
| 3 | Mr. Vijay Kumar* DIN 01291193 | January 10, 2015 | Independent Director | 0 | 0 | 0 | 0 | - |
| 4 | Mr. Parveen Kumar DIN 08952635 | January 10, 2021 | Independent Director | 0 | 0 | 0 | 0 | - |
| 5 | Mrs. Asha Bhandari® DIN 00212254 | April 01, 2015 | Independent Director | 0 | 0 | 0 | 0 | - |
| 6 | Mrs. Anju Khera DIN 05322575 | April 01, 2021 | Independent Director | 0 | 0 | 0 | 0 | - |
| 7 | Mr. Vimal Dev Monga DIN 06803618 | April 23, 2015 | Independent Director | 0 | 0 | 0 | 0 | - |
| 8 | Mr. Om Prakash Bhandari# DIN 00046524 | April 24, 2021 | Independent Director | 0 | 0 | 0 | 0 | - |

| S. No. | Name of the Director | Date of Appointment | Category of Director | Number of Directorship in other Public Companies | | Number of Committee positions held in other Public Companies | | List of Directorship held in other listed Companies and Category of Directorship |
|--------|---|---------------------|----------------------|--|--------|--|--------|--|
| | | | | Chairman | Member | Chairman | Member | |
| 9 | Mr. Prem Kumar Vohra DIN 00186923 | March 14, 2020 | Independent Director | 0 | 0 | 0 | 0 | - |
| 10 | Mr. Rahul Mohnot [^] DIN 00488475 | June 30, 2021 | Independent Director | 0 | 0 | 0 | 0 | - |

* Second term of Mr. Vijay Kumar as Independent Director had comes to an end on January 9th, 2021 and in place of him Mr. Parveen Kumar was appointed as additional director w.e.f. January 10th, 2021.

@ Second term of Mrs. Asha Bhandari as Independent Director comes to an end on March 31st, 2021 and in place of her Mrs. Anju Khera was appointed as additional director w.e.f. January 01st, 2021. Due to personal reasons and family commitments Mrs. Anju Khera has tendered her resignation w.e.f. June 17, 2021.

[^] Mr. Rahul Mohnot was appointed as additional director w.e.f. June 30, 2021.

Second term of Mr. Vimal Dev Monga as Independent Director had comes to an end on April 22nd, 2021 and in his place Mr. Om Prakash Bhandari was appointed as additional director w.e.f. April 23rd, 2021, but on April 24th, 2021 Mr. Om Prakash Bhandari passed away.

- The Directorships held by the Directors, as mentioned above excludes alternate directorships, directorships in foreign companies, Companies under Section 8 of the Companies Act, 2013 and Private Limited Companies, which are not the subsidiaries of Public Limited Companies.
- Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies other than Cords Cable Industries Limited. Members of the Board of the Company do not have membership of more than ten Board-level Committees or Chairman of more than five such Committees.
- None of the other Directors are related inter-se.
- Details of Director(s) retiring or being re-appointed are given in notice to Annual General Meeting.

c. Board Training and Induction:

At the time of appointing a Director, a formal Letter of Appointment is given to him / her, which inter alia explains the role, function, duties and responsibilities of a Director of the Company. The Director is also explained in detail the compliances required from him / her under the Companies Act, 2013 and the Listing Regulations and other relevant Regulations and his / her affirmation is taken with respect to the same.

d. Board Procedures:

The Board, inter alia, focuses on Strategic Planning, Financial Control, Risk Management, Compliance and Corporate Governance to maintain high standards of ethical conduct and integrity and succession planning for the Directors.

The Board of Directors meets at regular intervals to discuss and decide on business strategies / policies and reviews the financial and operational performance of the Company. In case of business exigencies, the Board's approval is taken through Resolutions by way of Circulation. The Resolutions by Circulation are noted at the subsequent Board Meetings.

The Agenda for the Meetings of the Board and its Committees are circulated in advance as per the provisions of the Companies Act, 2013 and the Rules framed thereunder and Secretarial Standard – 1 (“SS-1”) i.e. Secretarial Standard on Meetings of Board issued by the Institute of Company Secretaries of India (ICSI) which prescribes a set of principles for convening and conducting Meetings of the Board of Directors and matters related thereto and also to ensure sufficient time is provided to Directors to prepare for the Meetings. All material information's are being circulated along with Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the Agenda, the same is tabled before the meeting with specific reference to this effect in the Agenda. In special and exceptional

circumstances, additional or supplementary item(s) on the Agenda are permitted. The Chairman of the Board/ the Managing Director and the Company Secretary discuss the items to be included in the Agenda and the meetings of the Board are held usually in the Registered Office of the Company.

The Board meets at least once in a quarter to, inter alia, review, approve and take note of quarterly Standalone Financial Results of the Company, various Compliance Report(s) under the applicable laws, Minutes of the Meeting(s) of the Board and its Committees, Significant Transactions entered into with Related Parties and reviews periodically compliance reports of all laws applicable to the Company as required under Regulation 17(3) of the SEBI Listing Regulations and if necessary, additional meetings are held. The Company also provides Video Conferencing (VC) facility to its Directors to enable their participation so that they can contribute in the discussions at the Meetings.

The Board has unrestricted access to all the company-related information including and not limited to information mentioned under Regulation 17 read with Schedule II (A) of the Listing Regulations. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the Meetings.

The Company Secretary attends all the Meetings of the Board and its Committees and is, inter alia, responsible for recording the Minutes of such Meetings. The draft Minutes of the Meeting of the Board and its Committees are sent to the Members for their comments in accordance with the Secretarial Standards and then, the Minutes are entered in the Minutes Book within 30 (Thirty) days of the conclusion of the Meetings, subsequent to incorporation of the comments, if any, received from the Directors. The Company adheres to the provisions of the Companies Act, 2013 read with the Rules framed thereunder, Secretarial Standards and the Listing Regulations with respect to convening and holding the Meetings of the Board of Directors and its Committees.

e. Directors retiring and seeking re-appointment;

Mr. Naveen Sawhney, Managing Director of the Company, will be retiring by rotation on the forthcoming Annual General Meeting of the Company and being eligible to seek himself for the re-appointment.

The relevant information pertaining to Directors seeking appointment and re-appointment is given separately in the annexure to the Notice of the ensuing Annual General Meeting.

Disclosure's as per Schedule V of Companies Act, 2013.

| S. No. | Particulars | Naveen Sawhney (Managing Director) |
|--------|---|---|
| i) | all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors; | As per the resolution mentioned in the Notice of 30 th Annual General Meeting. |
| ii) | Details of fixed component. and performance linked incentives along with the performance criteria; | Besides the Consolidated monthly remuneration of ` 8,96,000/-, Mr. Naveen Sawhney shall be entitled for perquisites and statutory benefits as per company policy which includes Gratuity, Leave Encashment, Telephone, Helper Reimbursement as proposed in the resolution forming part of the Notice of AGM. The monthly CTC (Cost to Company) of Mr. Naveen Sawhney is ` 8,96,000/-. Apart from above Mr. Naveen Sawhney is getting other perquisites amounting to ` 3,96,00/- |
| iii) | Service contracts, notice period, severance fees; and | Mr. Naveen Sawhney is appointed as Managing Director for the period of 3 years i.e. 01.07.2019 to 30.06.2022. |
| iv) | Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable. | Nil |

f. Number of shares and convertible instruments held by directors;

Details of equity shares of the Company held by the Directors as on March 31, 2021 are given below:

| Name | Category | Number of Equity Shares | Number of Preference Shares (Compulsory Redeemable and Non-convertible) |
|----------------------|--------------------------------------|---------------------------------|---|
| Mr. Naveen Sawhney | Non –Independent, Executive Director | 60,78,127 Shares of Rs. 10 each | 1,60,000 shares of Rs. 100 each |
| Mr. Sanjeev Kumar | Non -Independent, Executive Director | 0 | 0 |
| Mr. Vijay Kumar | Independent Director, Non-Executive | 0 | 0 |
| Mr. Parveen Kumar | Independent Director, Non-Executive | 0 | 0 |
| Mrs. Asha Bhandari | Independent Director, Non-Executive | 0 | 0 |
| Mrs. Anju Khera | Independent Director, Non-Executive | 0 | 0 |
| Mr. Vimal Dev Monga | Independent Director, Non-Executive | 0 | 0 |
| Mr. Prem Kumar Vohra | Independent Director, Non-Executive | 0 | 0 |
| Mr. Rahul Mohnot | Independent Director, Non-Executive | 0 | 0 |

Note : The Company has not issued any convertible instruments and particulars in this regard are not applicable.

g. Post Meeting Mechanism

The important decisions taken at the Board/Board Committee Meetings are communicated to the concerned department/ division.

h. Board Support

The Company Secretary attends the Board Meetings and advises the Board on Compliances with applicable laws and governance.

i. Roles, Responsibilities and Duties of the Board

The duties of Board of Directors have been enumerated in Listing Regulations, Section 166 of the Companies Act, 2013 and Schedule IV of the said Act (Schedule IV is specifically for Independent Directors). There is a clear demarcation of responsibility and authority amongst the Board of Directors.

The Chairman cum Managing Director: His primary role is to provide leadership to the Board in achieving goals of the Company. He is responsible, inter-alia, for the working of the Board and for ensuring that all relevant issues are placed before the Board and that all Directors are encouraged to provide their expert guidance on the relevant issues raised in the meetings of the Board. He is also responsible for formulating the corporate strategy along with other members of the Board of Directors. His role, inter alia, includes:

- Provide leadership to the Board & preside over all Board & General Meetings.
- Achieve goals in accordance with Company's overall vision.
- Ensure that Board decisions are aligned with Company's strategic policy.
- Ensure to place all relevant matters before the Board and encourage healthy participation by all Directors to enable them to provide their expert guidance.
- Monitor the core management team.

Independent Directors: play a critical role in balancing the functioning of the Board by providing independent judgments' on various issues raised in the Board meetings like formulation of business strategies, monitoring of performances, etc. Their role, inter- alia, includes:

- Impart balance to the Board by providing independent judgment.
- Provide feedback on Company's strategy and performance.
- Provide effective feedback and recommendations for further improvements.

j. Independent Director's confirmation by the Board

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations and are Independent of the management. A formal letter of appointment to Independent Directors as provided in Companies Act, 2013 has been issued and disclosed on website of the Company in the following link:<http://cordscable.com/cordscable/media/policies/Term-Conditions-of-appointment-of-Independent-Director.pdf>.

k. Resignation / Expiration of tenure of Independent Director(s):

During the year under review, Mrs. Anju Khara has tendered her resignation as Independent Director of the Company w.e.f. June 17, 2021 due to personal reasons and family commitments.

Second term of appointment of Mr. Vijay Kumar, Mrs. Asha Bhandari and Mr. Vimal Dev Monga as Independent Director was expired on January 09, 2021, March 31, 2021 and April 22, 2021 respectively. Unfortunately, Mr. Om Prakash Bhandari was expired on April 24, 2021.

l. Familiarization Programmes for Independent Directors:

The Directors are provided with the requisite documents and reports to enable them to familiarize with the Company's performance and practices. Periodic presentations are made at the Meetings of the Board and Committees thereof, on the business and performance of the Company. Quarterly updates on relevant statutory changes covering important applicable laws are discussed at the Meetings of the Board.

The details of familiarization programme conducted for Independent Directors have been disclosed on the Company's website <http://cordscable.com/cordscable/corporate.php>

m. Board and Director evaluation and criteria for evaluation:

Criteria for evaluation of individual Directors include aspects such as attendance and contribution at the Board/Committee meetings. Criteria for evaluation of the Committees of the Board are broadly based on the Guidance Note on Board Evaluation issued by the SEBI on January 5, 2017 which inter alia, included questionnaire on structure of the Board, meetings of Board, functions of Board and Management.

The evaluation of Independent Directors shall be done by the entire Board of Directors which shall include –

- (a) Performance of the Directors; and
- (b) Fulfilment of the independence criteria as specified in these regulations and their Independence from the management:

Provided that in the above evaluation, the Directors who are subject to evaluation shall not participate.

The performance evaluation of the Chairman and Managing Director and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

3. COMMITTEES OF THE BOARD OF DIRECTORS – COMPOSITION AND TERMS OF REFERENCE:

During the period under review, there are 6 (six) Committees of the Board, viz., Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR Committee, Committee of Directors and Share Transfer Committee. The Minutes of the meetings of all committees are placed before the Board for review. The Board Committees can request special invitees to join the meeting, as appropriate.

I. AUDIT COMMITTEE

The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Act.

Further, the Quorum for a Meeting of the Audit Committee shall either be 2 (two) Members or 1/3rd (One-Third) of the total strength of the Committee, whichever is greater, with at least 2 (two) Independent Directors in attendance and the Audit Committee shall meet at least 4 (Four) times in a year and not more than 120 (One Hundred and Twenty) days shall elapse between two Meetings.

During the year ended March 31, 2021, six meetings of the Audit Committee were held on following dates: June 27, 2020, August 26, 2020, September 15, 2020, November 11, 2020, February 12, 2021 and March 30, 2021. The necessary quorum was present for all the meetings.

Composition & Attendance:

As on March 31, 2021, the Audit Committee comprised of 5 Directors. The composition of the Audit Committee and the details of meetings attended by its members are given below:

| Name | Position in the Committee | No. of Meetings held | No. of Meetings attended |
|--|---|----------------------|--------------------------|
| Mr. Vimal Dev Monga DIN 06803618 | Chairperson, Independent, Non- Executive | 06 | 06 |
| Mr. Vijay Kumar * DIN 01291193 | Member, Independent, Non- Executive | 04 | 04 |
| Mrs. Asha Bhandari DIN 00212254 | Member, Independent, Non- Executive | 06 | 06 |
| Mr. Prem Kumar Vohra** DIN 00186923 | Member, Independent, Non- Executive | 02 | 02 |
| Mr. Parveen Kumar * DIN 08952635 | Member, Independent, Non- Executive | 02 | 02 |
| Mr. Naveen Sawhney DIN 00893704 | Member, Managing Director, Executive | 06 | 06 |

* Second term of Mr. Vijay Kumar was expired on January 09, 2021 and Mr. Parveen Kumar was appointed as member of audit committee w.e.f. February 12, 2021.

** Mr. Prem Kumar Vohra was appointed as a member of Audit Committee w.e.f. February 12, 2021.

Due to the expiration of tenure of Mrs. Asha Bhandari and Mr. Vimal Dev Monga the Audit Committee was reconstituted as under:

| Name | Position in the Committee |
|-------------------------------------|-------------------------------------|
| Mr. Naveen Sawhney (DIN 00893704) | Member, Non-Independent, Executive |
| Mr. Parveen Kumar (DIN 08952635) | Member, Independent, Non- Executive |
| Mr. Prem Kumar Vohra (DIN 00186923) | Member, Independent, Non- Executive |
| Mr. Rahul Mohnot (DIN 00488475) | Member, Independent, Non- Executive |

Note: Committee elects its chairperson among Independent Directors

All the members of the Audit Committee are qualified and having insight to interpret and understand financial statements.

Ms. Garima Pant, Company Secretary of the company acts as the Secretary of the Audit Committee. In addition to the above, the committee meetings were also attended by the Statutory Auditors and other personnel's of the company (particularly the head of the finance function), as and when required.

All the recommendation of the Audit Committee has been accepted by the Board of Directors.

Mr. Vimal Dev Monga, Chairperson of the Audit Committee, was present at the AGM of the Company held on September 29, 2020.

The audit committee has been assigned the following powers:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

The terms of reference of the audit committee are broadly as under:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

- (4) Reviewing, with the management, the annual financial statements and auditor's report thereon 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 clause (c) of sub-section (3) of Section 134 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) modified opinion(s) in the draft audit report;
- (5) reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document /prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- (7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (8) approval or any subsequent modification of transactions of the Company with related parties;
- (9) scrutiny of inter-corporate loans and investments;
- 10) valuation of undertakings or assets of the listed entity, wherever it is necessary;
- 11) evaluation of internal financial controls and risk management systems;
- 12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- 13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- 14) discussion with internal auditors of any significant findings and follow up there on;
- 15) 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;
- 16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- 17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- 18) to review the functioning of the whistle blower mechanism;
- 19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- 20) carrying out any other function as is mentioned in the terms of reference of the audit committee.
- 21) reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

REVIEW OF INFORMATION BY AUDIT COMMITTEE

The Audit Committee shall mandatorily review the following information:

- Ø Management discussion and analysis of financial condition and results of operations;
- Ø Statement of significant related party transactions (as defined by the audit committee), submitted by management;

- Ø Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Ø Internal audit reports relating to internal control weaknesses; and
- Ø The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
- Ø Statement of deviations:
 - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

II. NOMINATION AND REMUNERATION COMMITTEE (“NRC”)

(Formerly termed as Remuneration Committee)

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Act. The NRC is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria. Further, the Committee is also responsible for formulating policies as to remuneration, performance evaluation, Board diversity, etc. in line with the Act and the SEBI Listing Regulations.

Further, the Quorum for the Meeting of the Nomination and Remuneration Committee shall either be 2 (two) Members or 1/3rd (one-third) of the total strength of the Committee, whichever is higher (including at least one Independent Director in attendance) and the Nomination and Remuneration Committee shall meet at least once in a year.

During the financial year ended March 31, 2021, Three Nomination and Remuneration Committee meeting were held on June 27, 2020, November 11, 2020 and March 30, 2021. The necessary quorum was present for all the meetings.

Composition & Attendance:

As on March 31, 2021, the Nomination and Remuneration comprised of 3 Directors. The composition of the Nomination and Remuneration Committee and the details of meetings attended by its members are given below:

| Name | Position in the Committee | No. of Meetings held | No. of Meetings attended |
|--|---|----------------------|--------------------------|
| Mrs. Asha Bhandari DIN 00212254 | Chairperson, Independent, Non- Executive | 03 | 03 |
| Mr. Vijay Kumar * DIN 01291193 | Member, Independent, Non- Executive | 02 | 02 |
| Mr. Vimal Dev Monga DIN 06803618 | Member, Independent, Non- Executive | 03 | 03 |
| Mr. Prem Kumar Vohra** DIN 00186923 | Member, Independent, Non- Executive | 01 | 01 |
| Mr. Parveen Kumar* DIN 08952635* | Member, Independent, Non- Executive | 01 | 01 |

* Second term of Mr. Vijay Kumar was expired on January 09, 2021 and Mr. Parveen Kumar was appointed as member of Nomination and Remuneration committee w.e.f. February 12, 2021.

** Mr. Prem Kumar Vohra was appointed as a member of Nomination and Remuneration Committee w.e.f. February 12, 2021.

Due to the expiration of tenure of Mrs. Asha Bhandari and Mr. Vimal Dev Monga the Nomination and Remuneration Committee was reconstituted as under:

| Name | Position in the Committee |
|-------------------------------------|-------------------------------------|
| Mr. Parveen Kumar (DIN 08952635) | Member, Independent, Non- Executive |
| Mr. Prem Kumar Vohra (DIN 00186923) | Member, Independent, Non- Executive |
| Mr. Rahul Mohnot (DIN 00488475) | Member, Independent, Non- Executive |

Note: Committee elects its chairperson among themselves.

All the Members of the NRC Committee are Non-Executive and Independent Directors. The Chairperson of the Nomination and Remuneration Committee is an Independent Director.

Ms. Garima Pant, Company Secretary & Compliance Officer, is the Secretary to the Nomination and Remuneration Committee.

Mrs. Asha Bhandari, Chairperson of the Audit Committee, was present at the e-AGM of the Company held on September 29, 2020

The terms of reference of Nomination and Remuneration Committee are broadly as under:

- (1) To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal;
- (2) To carry out evaluation of every Director's performance;
- (3) To 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;
- (4) To formulate the criteria for evaluation of Independent Directors and the Board;
- (5) To devise a policy on Board diversity;
- (6) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;
- (7) 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;
- (8) Recommend to the board, all remuneration, in whatever form, payable to senior management;
- (9) To perform such other functions as may be necessary or appropriate for the performance of its duties;
- 10) Matters under Companies Act required being review by Nomination and Remuneration committee;

The Company has a Nomination and Remuneration Policy in place, which is disclosed on its website at the following link: <http://cordscable.com/cordscable/corporate.php>.

The decisions of Nomination and Remuneration Committee are placed for information in the subsequent Board Meeting.

• **DETAILS OF REMUNERATION PAID / PAYABLE TO DIRECTORS FOR THE YEAR ENDED MARCH 31, 2021.**

Executive Directors

(Amount ` (p.a.) in lakhs)

| Name of Director | Salary | Perquisites & Allowances | Commission | Total |
|------------------------------------|--------|--------------------------|------------|-------|
| Mr. Naveen Sawhney DIN 00893704 | 89.60 | 0.39 | — | 89.99 |
| Mr. Sanjeev Kumar DIN 07178759 | 16.58 | 1.20 | — | 17.78 |

Note : There is no separate provision for payment of severance fees.

The Company does not have any Employee Stock Option Scheme.

Non executive Directors

During the year under review, none of the Non-Executive Directors had any pecuniary relationship or transaction vis-à-vis the company, other than payment of sitting fee as mentioned below.

(Amount ` (p.a.) in lakhs)

| Name of Director | Sitting Fees | Total |
|-------------------------------------|--------------|-------|
| Mr. Vijay Kumar (DIN 01291193) | 0.60 | 0.60 |
| Mrs. Asha Bhandari (DIN 00212254) | 0.90 | 0.90 |
| Mr. Vimal Dev Monga (DIN 06803618) | 0.90 | 0.90 |
| Mr. Prem Kumar Vohra (DIN 00186923) | 0.90 | 0.90 |
| Mr. Parveen Kumar (DIN 08952635) | 0.30 | 0.30 |

The performance evaluation of the Chairman and Managing Director and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

III. STAKEHOLDERS RELATIONSHIP COMMITTEE

(Formerly termed as Investors' Grievance Committee)

The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178 of the Act.

The Stakeholders' Relationship Committee shall comprise of at least 3 (three) Directors, at least one being Independent Director. The Chairperson of the Stakeholders' Relationship Committee shall be a Non-Executive Director and shall be present at Annual General Meeting. The Stakeholders' Relationship Committee shall meet at least once in a year.

During the financial year ended March 31, 2021, Four Stakeholder Relationship Committee meetings were held on June 27, 2020, September 15, 2020, November 11, 2020 and February 12, 2021.

Composition & Attendance:

The Stakeholders Relationship Committee comprises of four members with three Non-Executive Independent Directors. The composition of the stakeholders' relationship committee and the details of meetings attended by its members are given below:

| Name | Position in the Committee | No. of Meetings held | No. of Meetings attended |
|--|---|----------------------|--------------------------|
| Mr. Prem Kumar Vohra** DIN 00186923 | Chairperson, Independent, Non- Executive | 01 | 01 |
| Mr. Vijay Kumar * (DIN 01291193) | Member, Independent, Non- Executive | 03 | 03 |
| Mr. Vimal Dev Monga (DIN 06803618) | Member, Independent, Non- Executive | 04 | 04 |
| Mr. Naveen Sawhney (DIN 00893704) | Member, Managing Director, Executive | 04 | 04 |
| Mr. Parveen Kumar* (DIN 08952635) | Member, Independent, Non- Executive | 01 | 01 |
| Mrs. Asha Bhandari (DIN 00212254) | Member, Independent, Non- Executive | 04 | 04 |

* Second term of Mr. Vijay Kumar was expired on January 09, 2021 and Mr. Parveen Kumar was appointed as member of stakeholders' relationship committee w.e.f. February 12, 2021.

** Mr. Prem Kumar Vohra was appointed as a member of stakeholders' relationship Committee w.e.f. February 12, 2021.

Due to the expiration of tenure of Mrs. Asha Bhandari and Mr. Vimal Dev Monga the Stakeholders Relationship Committee was reconstituted as under:

| Name | Position in the Committee |
|-------------------------------------|-------------------------------------|
| Mr. Parveen Kumar (DIN 08952635) | Member, Independent, Non- Executive |
| Mr. Prem Kumar Vohra (DIN 00186923) | Member, Independent, Non- Executive |
| Mr. Rahul Mohnot (DIN 00488475) | Member, Independent, Non- Executive |
| Mr. Naveen Sawhney (DIN 00893704) | Member, Non-Independent, Executive |

Note: Committee elects its chairperson among independent director.

The necessary quorum was present for all the meetings.

The terms of reference of Stakeholders Relationship Committee, inter alia, includes the following:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
- (2) Review of measures taken for effective exercise of voting rights by shareholders;
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;
- (5) To perform such other functions as may be necessary or appropriate for the performance of its duties;
- (6) Matters under Companies Act required being review by Stakeholders Relationship Committee;

Compliance Officer

Ms. Garima Pant, Company Secretary is the ‘Compliance Officer’ of the Company for the requirements under the Listing Agreements with Stock Exchanges.

The Secretarial Department of the Company and the Registrar and Share Transfer Agent, Link Intime India Private Limited attend to all grievances of the shareholders received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc. The Minutes of the Committee of Directors (Stakeholders Relationship Committee) Meetings are circulated to the Board and noted by the Board of Directors.

Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors. Shareholders are requested to furnish their updated telephone numbers and e-mail addresses to facilitate prompt action.

Status of investor complaints / requests as on March 31, 2021

| Period: April 01, 2020 – March 31, 2021 | No. of Complaints |
|--|--------------------------|
| Pending at the beginning of financial year 2020-21 | Nil |
| Total complaints received during the year | 6 |
| Total complaints resolved during the year | 6 |
| Total complaints pending as on March 31, 2021 | Nil |

During the Financial Year ended March 31, 2021, no shares in physical form were processed for transfer. There were no pending shares for transfer as on March 31, 2021.

IV OTHER COMMITTEES

The Company is having following other Committees formed to speed up the routine matters and to comply other statutory formalities:

i) Committee of Directors

During the period ended on March 31, 2021, the Committee of Directors comprises of two members viz. Mr. Naveen Sawhney (DIN 00893704), Mr. Sanjeev Kumar (DIN 07178759). Mr. Naveen Sawhney is the Chairman of the Committee. The Committee meets as and when required.

Twenty (20) meetings of Committee of Directors were held during the year on May 27, 2020; May 30, 2020 ; June 08, 2020; June 12, 2020; June 22, 2020, July 28, 2020; August 12, 2020; August 21, 2020; October 23, 2020; October 28, 2020; November 03, 2020; November 18, 2020; December 08, 2020; December 29, 2020; January 12, 2021; January 27, 2021; February 09, 2021; February 24, 2021; March 03, 2021; March 23, 2021.

Terms of Reference

Decision on ordinary business activities of the company and matters related to general management and administration.

- a) Decision on ordinary business activities of the company and matters related to general management and administration.

- b) Operation of various bank accounts including opening and closure of bank accounts.
- c) Powers to borrow provided that the amount to be borrowed together with amount already borrowed by the company does not exceed the limit approved under section 180 (1) (c) of the Companies Act, 2013.
- d) Power to make investment not exceeding Rs. 100 crore, give loan not exceeding Rs. 25 crore, guarantee and provide security up to Rs. 100 crore.
- e) Arrangement for foreign exchange transactions and contracts.
- f) Execution of various documents on behalf of company.
- g) Court cases and other legal matters.
- h) Any other matters which the Committee at its own or as per directions of the board thinks fit in the interest of company and other stakeholders provided it is not required to transact that matter at board or general meeting.

The necessary quorum was present for all the meetings.

ii) Share Transfer Committee:

The Share Transfer Committee comprises of two members' viz. Mr. Naveen Sawhney (DIN 00893704) and Mr. Sanjeev Kumar (DIN: 07178759). Mr. Naveen Sawhney is the Chairman of the Committee. The Committee meets as and when required to look into the Transfer, Transmission, issue of duplicate share certificate, Issue of Share Certificates by way of renewal, split, consolidation, dematerialization / re-materialization of shares etc.

No meeting was held during the year under review.

iii) Corporate Social Responsibility (CSR) Committee:

The Board has constituted CSR Committee of the Company in line with the provisions of Section 135 of the Companies Act, 2013 along with rules made thereunder.

During the year under review, One CSR Committee Meetings was held on February 12, 2021.

Composition & Attendance:

The CSR Committee comprises of four members with three Non-Executive Independent Directors. The composition of the CSR Committee and the details of meetings attended by its members are given below:

| Name of Director | Designation | No. of CSR Meetings during the year 2020-21 | |
|-----------------------|---|---|----------|
| | | Held | Attended |
| Mr. Naveen Sawhney | Chairperson (Non-Independent, Executive Director) | 1 | 1 |
| Mr. Prem Kumar Vohra | Member (Independent, Non-Executive Director) | 1 | 1 |
| Mrs. Asha Bhandari* | Member (Independent, Non-Executive Director), | 1 | 1 |
| Mr. Vimal Dev Monga** | Member (Independent, Non-Executive Director) | 1 | 1 |
| Mr. Parveen Kumar* | Member (Independent, Non-Executive Director) | 1 | 1 |

* Second term of Mr. Vijay Kumar was expired on January 09, 2021 and Mr. Parveen Kumar was appointed as member of CSR committee w.e.f. February 12, 2021.

** Mr. Prem Kumar Vohra was appointed as a member of CSR Committee w.e.f. February 12, 2021.

Due to the expiration of tenure of Mrs. Asha Bhandari and Mr. Vimal Dev Monga the CSR committee was reconstituted as under:

| Name | Position in the Committee |
|-------------------------------------|-------------------------------------|
| Mr. Naveen Sawhney (DIN 00893704) | Member, Non-Independent, Executive |
| Mr. Parveen Kumar (DIN 08952635) | Member, Independent, Non- Executive |
| Mr. Prem Kumar Vohra (DIN 00186923) | Member, Independent, Non- Executive |
| Mr. Rahul Mohnot (DIN 00488475) | Member, Independent, Non- Executive |

Note: Committee elects its chairperson among themselves.

The broad term of reference for CSR committee is as follows:

- (i) Formulate CSR Policy and recommend the same to the Board of Directors of the Company for approval;
- (ii) Recommend CSR activities as stated under Schedule VII of the Act;
- (iii) Recommend the CSR Budget;
- (iv) Spend the allocated CSR amount on the CSR activities once it is approved by the Board of Directors of the Company in accordance with the Act and the CSR Rules;
- (v) Create transparent monitoring mechanism for implementation of CSR Initiatives;
- (vi) Submit the Reports to the Board in respect of the CSR activities undertaken by the Company;
- (vii) Monitor CSR Policy from time to time;
- (viii) Authorise executives of the company to attend the CSR Committee meetings;
- (ix) Any other matter as the CSR Committee may deem appropriate to discharge its functions or as may be directed by the Board of Directors from time to time;
- (x) Matters under Companies Act required being review by CSR committee;

The Company has revised the CSR Policy and the Charter of the CSR Committee pursuant to the Companies (Corporate Social Responsibility) Amendment Rules, 2021. The same is displayed on the website of the Company at website 'www.cordscable.com'. A Report on Corporate Social Responsibility activities carried out by the Company during the year under review and details thereof are given as **Annexure - 3** to the Director's Report.

iv) Separate meeting of Independent Directors

In terms of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Independent Directors are required to meet at least once in a year, without the presence of Non-Independent Directors and members of the management, to deal with the matters listed out in Schedule IV to the Companies Act, 2013 and Regulation 25(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended March 31, 2021, one meeting of Independent Directors was held on February 12, 2021. In a separate meeting, Independent Directors, *inter alia* reviewed:

- The performance of non-independent directors, performance of the board as a whole;
- The performance of the Chairman of the company, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual directors was also discussed;
- 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;

The Independent Directors expresses their satisfaction to the desired level on the governance of the Board.

Attendance of the Independent Directors at the meeting is as under:

| Name of the Director | No. of Meeting held | No. of Meeting attended |
|----------------------|---------------------|-------------------------|
| Mr. Vimal Dev Monga | 1 | 1 |
| Mrs. Asha Bhandari | 1 | 1 |
| Mr. Prem Kumar Vohra | 1 | 1 |
| Mr. Parveen Kumar | 1 | 1 |

The Independent Directors have submitted declarations that they meet the criteria of Independence laid down under the Companies Act, 2013 and the Listing Regulations and are Independent from the Management. The Company has also issued formal appointment letters to all the Independent Directors in the manner provided under the Companies Act, 2013 read with the Rules issued thereunder. The terms and conditions for appointment of Independent Directors and letter(s) of appointment issued to the Independent Directors are hosted on the Company's website at <http://cordscable.com/cordscable/corporate.php>.

Confirmation by the Board of Directors:

In the opinion of the Board of Directors, the Independent Directors of the Company fulfill the conditions specified in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 (as amended from time to time) and are independent of the Management of the Company.

Appointment of Independent Director(s):

During the Financial Year 2020-21, Mr. Parveen Kumar (DIN: 08952635), has joined as additional director (Non-Executive, Independent Director) w.e.f. January 10, 2021.

Mr. Prem Kumar Vohra was appointed as Independent Director to hold office for second term of five years w.e.f. March 30, 2021.

4. GENERAL BODY MEETINGS

Location, date and time of Annual General Meeting held during the preceding 3 years and the Special Resolution passed thereat are as follows:

| Year | Date & Time | Venue | Special Resolution passed |
|-----------|-------------------------------|--|--|
| 2019-2020 | September 29, 2020 03:00 p.m. | 94, 1 st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase III, old Ishwar Nagar, New Delhi 110020. | <ul style="list-style-type: none"> Consideration and approval of appointment and remuneration of Mr. Sanjeev Kumar as Whole Time Director of the company. Authority to create Mortgage and/or charge over the movable and immovable properties of the Company. |
| 2018-2019 | September 27, 2019 03:00 p.m. | International Society for Krishna Consciousness (ISKON) Hare Krishna Hills, Sant Nagar Main Road, East of Kailash, New Delhi 110065. | <ul style="list-style-type: none"> Approval of revision in remuneration and re-appointment of Mr. Naveen Sawhney (DIN 00893704) as Managing Director of the Company for the period of 3 years. Approval of increase in the remuneration payable to Mr. Sanjeev Kumar (DIN 07178759), Whole Time Director of the Company for the remaining period of his tenure as Whole Time Director i.e. from June 01, 2019 to May 29, 2020. |
| 2017-2018 | September 28, 2018 03:30 p.m. | International Society for Krishna Consciousness (ISKON) Hare Krishna Hills, Sant Nagar Main Road, East of Kailash, New Delhi 110065. | <ul style="list-style-type: none"> Approval of Regularisation and the increase in the remuneration payable to Mr. Sanjeev Kumar (DIN: 07178759), Whole Time Director of the company for remaining period of his tenure as Whole Time Director i.e. from May 30, 2018 to May 29, 2020. Authorisation to Board of Directors for Borrowing an amount not exceeding ` 500 crores. |

Postal Ballot:

- Ø During the financial year under review, no postal ballot was conducted and no special resolution is proposed to be conducted through postal ballot as on the date of this report.
- Ø Person who conducted the postal ballot exercise : not applicable
- Ø Whether any special resolution is proposed to be conducted through postal ballot : not applicable
- Ø Procedure of postal ballot : not applicable

5. MEANS OF COMMUNICATION TO SHAREHOLDERS

Ø All price-sensitive information and matters that are material to shareholders are disclosed to the respective Stock Exchanges where the securities of the Company are listed. All submissions to the Exchanges including Shareholding Pattern and Corporate Governance Report are made through the respective electronic filing systems. Material events or information as detailed in Regulation 30 of the SEBI Listing Regulations are disseminated on the Stock Exchanges by filing them with the National Stock Exchange of India Limited ('NSE') through NEAPS and with BSE Limited ('BSE') through BSE Online Portal.

Ø The quarterly/half-yearly/annual financial results are published within the timeline stipulated under SEBI Listing Regulations. The results are also uploaded on NEAPS and BSE Online Portal of NSE and BSE respectively. These Financial Results are published in leading newspapers, namely, Mint, Financial Express, Business Standard in English and Hari Bhoomi, Jansatta in Hindi within forty eight hours of approval thereof. Presently the same are not sent to the shareholders separately.

The financial results are also displayed on Company's website www.cordscable.com

Ø Any presentation made to the institutional investor or/ and analysts release are sent to stock exchanges and are displayed on the website of the company (www.cordscable.com).

Ø **Company's Website:** Comprehensive information about the Company, its business and operations and press releases can be viewed on the Company's website. The 'Financials' section on the website gives information relating to financial results, annual reports and shareholding pattern. The proceedings of the 29th AGM held on September 29, 2020 are also available on the website of the company.

Ø **NSE Electronic Application Processing System (NEAPS):** The NEAPS is a web-based application designed by NSE for corporates'. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS.

Ø **BSE Corporate Compliance & Listing Centre (the 'Listing Centre'):** BSE's Listing Centre is a web-based application designed for corporates'. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are also filed electronically on the Listing Centre.

Ø **SEBI Complaints Redress System (SCORES):** The investor complaints are processed in centralized web based complaints redress system. The salient features of this system are Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaints and its current status.

Ø The Company has designated the e mail id : csco@cordscable.com for investor relation, and the same is prominently displayed on the website of the company (www.cordscable.com).

Ø **Management Discussion & Analysis**

Management Discussion & Analysis is separately annexed and forming part of the Annual Report.

6. GENERAL SHAREHOLDERS' INFORMATION

(i) 30th Annual General Meeting for the financial year 2020-21

| | |
|--------------|---|
| Day & Date | Wednesday, September 29, 2021 |
| Venue | Through Video Conferencing (VC) The venue of the AGM shall be deemed to be the Registered Office of the Company at 94, 1 st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase III, old Ishwar Nagar, New Delhi 110020 |
| Time | 03:00 p.m. |
| Book Closure | Thursday, September 23, 2021 to Wednesday, September 29, 2021 (both day inclusive) |

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the forthcoming AGM are given herein and in the Annexure to the Notice of the AGM to be held on September 29, 2021.

(ii) Financial Calendar

| | |
|----------------|----------------------|
| Financial Year | April 01 to March 31 |
| AGM in | September |

Calendar of financial year ended March 31, 2021

The Company follows April-March as the financial year. The meetings of Board of Directors for approval of quarterly financial results during the financial year ended March 31, 2021 were held on the following dates:

| | |
|---|---------------|
| Ø Results for quarter ending June 30, 2020 | On 15.09.2020 |
| Ø Results for quarter ending September 30, 2020 | On 11.11.2020 |
| Ø Results for quarter ending December 31, 2020 | On 12.02.2021 |
| Ø Results for year ending March 31, 2021 | On 30.06.2021 |

Tentative Calendar for financial year ending March 31, 2022

The tentative dates of meeting of Board of Directors for consideration of quarterly financial results for the financial year ending March 31, 2022 are as follows:

| | |
|---|-------------------------|
| Ø Results for quarter ending June 30, 2021 | On or before 14.08.2021 |
| Ø Results for quarter ending September 30, 2021 | On or before 14.11.2021 |
| Ø Results for quarter ending December 31, 2021 | On or before 14.02.2022 |
| Ø Results for year ending March 31, 2022 | On or before 30.05.2022 |

(iii) Listing Details:

| Name and Address of the Stock Exchange | Stock Code |
|---|--------------|
| National Stock Exchange of India Ltd Exchange Plaza, Plot No-C/1G Block, Bandra Kurla Complex Bandra (E), Mumbai-400 051 | CORDSCABLE |
| Bombay Stock Exchange Ltd Floor 25, PJ Towers, Dalal Street, Mumbai-400 001 | 532941 |
| ISIN No. | INE792I01017 |

Annual listing fees for the financial year 2021-2022 have been paid to the above Stock Exchanges.

- (iv) Custodial fees to Depositories** : Paid to National Security Depository Ltd and Central Depository Securities Ltd. for the F.Y. 2021-22.
- (v) Dividend on** : No(s) 1,60,000 Cumulative Redeemable Non-Convertible Preference Shares @10% p.a., from April 2020 to March, 2021 will be paid on or after September 30, 2021, if approved by the shareholders at the ensuing AGM. (These shares are not listed in any stock exchange.)
- (vi) Corporate Identity Number (CIN) of the company** : L74999DL1991PLC046092
- (vii) Unclaimed Dividend/ Share** : Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, if the Dividend transferred to the Unpaid Dividend Account of the Company remains unpaid or unclaimed for a period of seven years from the date of such transfer then such unclaimed or unpaid dividend shall be transferred by the Company along with interest accrued, if any to the Investor Education and Protection Fund ('the IEPF'), a fund established under sub-section (1) of section 125 of the Act. The details of unclaimed/unpaid dividend are available on the website of the Company viz. <http://cordscable.com/cordscable/corporate.php>.
- (viii) Claim from IEPF Authority** : Members/Claimants whose shares and unpaid/unclaimed dividends, sale proceeds of fractional shares, etc. have been transferred to the IEPF Authority can claim the same by making an application to the IEPF Authority in e-Form IEPF-5 (available at www.iepf.gov.in) and sending duly signed physical copy of the same to the Company along with requisite documents as prescribed in the instruction kit of e-Form IEPF-5. Link to e-Form IEPF-5 is also available on the website of the Company at <http://cordscable.com/cordscable/corporate.php>. No claims shall lie against the Company in respect of the dividends/shares so transferred.

(ix) Shareholding as on March 31, 2021: (Face Value : Rs. 10 each)

a) Distribution of Shareholding As on March 31, 2021

| No. of Shares held | No. of shareholders | % of Shareholders | Aggregate shares held | % of Shareholding |
|--------------------|---------------------|-------------------|-----------------------|-------------------|
| 1 - 500 | 10053 | 84.86 | 1302799 | 10.08 |
| 501 - 1000 | 927 | 7.83 | 776230 | 6.00 |
| 1001 - 2000 | 433 | 3.65 | 674247 | 5.22 |
| 2001 - 3000 | 138 | 1.17 | 358246 | 2.77 |
| 3001 - 4000 | 59 | 0.50 | 211266 | 1.63 |
| 4001 - 5000 | 61 | 0.51 | 285083 | 2.21 |
| 5001 - 10000 | 97 | 0.82 | 683863 | 5.29 |
| 10001 - ***** | 78 | 0.66 | 8636046 | 66.80 |
| TOTAL | 11846 | 100.00 | 12927780 | 100.00 |

b) Shareholding Pattern as on March 31, 2021: (Face Value : Rs. 10 each)

| S. No. | Category of Shareholders | Total no of Shares | Shares held as a percentage of total number of shares |
|--------|---|--------------------|---|
| 1 | Promoters | 66,76,543 | 51.65 |
| 2 | Foreign Portfolio Investor | 47,383 | 0.37 |
| 3 | Financial Institutional / Banks | 215 | 0.00 |
| 4 | Bodies Corporate | 5,13,900 | 3.98 |
| 5 | Individual Shareholders holding nominal share capital upto Rs. 2 Lakh | 41,61,297 | 32.19 |
| 6 | Individual Shareholders holding nominal share capital in excess of Rs. 2 Lakh | 9,48,045 | 7.33 |
| 7 | NRIs | 1,75,000 | 1.35 |
| 8 | Clearing Members | 55,985 | 0.43 |
| 9 | Hindi Undivided Family | 3,40,461 | 2.63 |
| 10 | IEPF | 8,951 | 0.07 |
| | GRAND TOTAL | 1,29,27,780 | 100.00 |

c) Top ten equity shareholders of the Company as on March 31, 2021: (Face Value: Rs. 10 each)

| S. No. | Name of the Shareholder | Number of Shares | Shares held as a percentage of total number of shares |
|--------|-----------------------------|------------------|---|
| 1. | Naveen Sawhney | 60,78,127 | 47.02 |
| 2. | Adarsh Sawhney | 2,24,006 | 1.73 |
| 3. | Gaurav Sawhney | 1,98,466 | 1.53 |
| 4. | Varun Sawhney | 1,75,944 | 1.36 |
| 5. | Thermo Pads Private Limited | 1,17,136 | 0.90 |
| 6. | Sunil Nandlal Chawla | 1,00,000 | 0.77 |
| 7. | Sunil Kumar Gupta | 90,000 | 0.69 |
| 8. | Manshi Nilesh Kumar Mehta | 85,268 | 0.65 |
| 9. | Mahendra Girdharilal | 74,739 | 0.57 |
| 10. | Parimal Rajnikant Patel | 62,005 | 0.47 |
| | GRAND TOTAL | 72,05,691 | 55.69 |

d) Market Price Data

The monthly high and low prices and volumes of the Company's Shares at BSE and NSE for the financial Year ended March 31, 2021 as under:

| Month | BSE | | | NSE | | |
|----------|----------|---------|-----------------------|----------|---------|-----------------------|
| | High (₹) | Low (₹) | Volume (No of Shares) | High (₹) | Low (₹) | Volume (No of Shares) |
| April'20 | 35.95 | 24.05 | 38,792 | 36.10 | 24.55 | 2,04,216 |
| May'20 | 32.95 | 26.80 | 13,525 | 33.25 | 26.00 | 1,02,512 |
| June'20 | 41.00 | 30.60 | 93,875 | 41.30 | 30.70 | 6,24,316 |
| July'20 | 40.50 | 31.70 | 1,78,252 | 40.40 | 32.10 | 6,39,181 |
| Aug'20 | 52.25 | 32.15 | 2,24,589 | 52.30 | 32.20 | 27,75,352 |
| Sep'20 | 45.70 | 35.20 | 70,853 | 44.80 | 37.55 | 2,65,580 |
| Oct'20 | 46.00 | 35.35 | 80,604 | 45.75 | 37.55 | 4,65,268 |
| Nov'20 | 44.00 | 38.45 | 68,349 | 44.00 | 38.00 | 2,95,917 |
| Dec'20 | 49.50 | 39.50 | 2,69,713 | 49.70 | 40.60 | 24,34,933 |
| Jan'21 | 52.70 | 43.80 | 3,06,696 | 52.00 | 43.90 | 21,17,450 |
| Feb'21 | 51.60 | 41.00 | 2,84,888 | 52.00 | 40.60 | 19,93,372 |
| Mar'21 | 49.85 | 38.30 | 2,38,789 | 49.85 | 38.45 | 22,70,096 |

e) Performance in Comparison to BSE Sensex.

The Performance of the share price of the Company in comparison to the BSE Sensex is as under:

| Month | BSE Sensex | | NSE Sensex | | Cords Cable Industries Limited | |
|----------|------------|-----------|------------|-----------|--------------------------------|---------|
| | High (₹) | Low (₹) | High (₹) | Low (₹) | High (₹) | Low (₹) |
| April'20 | 33,887.25 | 27,500.79 | 9889.05 | 8055.8 | 35.95 | 24.05 |
| May'20 | 32,845.48 | 29,968.45 | 9598.85 | 8806.75 | 32.95 | 26.80 |
| June'20 | 35,706.55 | 32,348.10 | 10553.15 | 9544.35 | 41.00 | 30.60 |
| July'20 | 38617.03 | 34927.20 | 11,341.4 | 10299.6 | 40.50 | 31.70 |
| Aug'20 | 40,010.17 | 36,911.23 | 11,794.25 | 10,882.25 | 52.25 | 32.15 |
| Sep'20 | 39,359.51 | 36,495.98 | 11,618.1 | 10,790.20 | 45.70 | 35.20 |
| Oct'20 | 41,048.05 | 38,410.20 | 12,025.45 | 11347.05 | 46.00 | 35.35 |
| Nov'20 | 44,825.37 | 39,334.92 | 13,145.85 | 11,557.40 | 44.00 | 38.45 |
| Dec'20 | 47,896.97 | 44,118.10 | 14,024.85 | 12,962.80 | 49.50 | 39.50 |
| Jan'21 | 50,184.01 | 46,160.46 | 14,753.55 | 13,596.75 | 52.70 | 43.80 |
| Feb'21 | 52,516.76 | 46,433.65 | 15,431.75 | 13,661.75 | 51.60 | 41.00 |
| Mar'21 | 51,821.84 | 48,236.35 | 15,336.3 | 14,264.4 | 49.85 | 38.30 |

(x) Registrar and Share Transfer Agent

The Company has appointed Link Intime India Pvt. Ltd. as its Registrar and Share Transfer Agent to whom communications regarding change of address, transfer of shares etc. should be addressed. The address of the Registrar and Share Transfer Agent is as under-

| | |
|-------------------------------|--|
| Name & Address of R & T Agent | Link Intime India Pvt. Ltd. Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058. |
| Tel No. | +91-011- 49411000 |
| Fax No. | +91-011, 41410591 |
| Email | delhi@linkintime.co.in |
| Website | www.linkintime.co.in |

(xi) Share Transfer System

Effective April 1, 2019, requests for affecting the transfer of listed securities were required to be processed only in dematerialised form with a Depository. The Company had stopped accepting any fresh transfer requests for securities held in physical form with effect from the said date.

Dematerialisation of holdings will, inter alia, curb fraud in physical transfer of securities by unscrupulous entities and improve ease, convenience and safety of transactions for investors. In view of the aforesaid, Members who are holding shares in physical form are hereby requested to dematerialise their holdings.

The Company obtains from a Company Secretary in Practice, a Half Yearly Certificate (April - September 2020 & October – March 2021) to the effect that all certificates have been issued within 30 (thirty) days from the date of lodgement 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 the Stock Exchanges where the Company's shares are listed.

(xii) Nomination

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per the bye-laws and business rules applicable to NSDL and CDSL. Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent.

(xiii) Reconciliation of Share Capital Audit

As stipulated by SEBI, Gupta Gulshan and Associates, practicing company secretary (Membership No. FCS 5576, C. P. No. 3925) carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Security Depository Limited (NSDL) and Central Depository Services (India) Limited and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges and to the Board of Directors. The audit confirms that the total listed and paid up capital is in agreement with the aggregate of total number of shares in dematerialized form and in physical form.

(xiv) Dematerialization of shares and liquidity

The shares of the Company are traded in dematerialized form. 30,80,202 equity shares of the Company stands in CDSL A/c, 98,45,637 equity shares stands in NSDL A/c & Balance 1941 equity shares are in physical form as on March 31, 2021.

The equity shares of the Company are actively traded at BSE & NSE.

(xv) Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on liquidity

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments in the past and hence as on March 31, 2021, the Company does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments.

(xvi) Commodity Price risk or foreign exchange risk and hedging activities.

The Company has adequate risk assessment and minimization system in place including for commodities. The Company has managed the Foreign Exchange risk with appropriate hedging activities in accordance with the policies of the Company. The Company used Forward Exchange Contracts to hedge against its Foreign Currency exposures relating to firm commitments.

(xvii) Credit ratings

Credit Analysis and Research Ltd. (CARE Ratings) reaffirmed the credit ratings of the company's long term / short term bank facilities as CARE BBB (outlook: Stable); CARE A3 respectively.

(xviii) In case the securities are suspended from trading, the director report shall explain the reason thereof. Not applicable**7. OTHER DISCLOSURES****a) Related Party Transactions**

A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit committee for review and recommendation to the Board for their approval.

During the Financial Year 2020-21, the Company has entered into a transaction with Cords Digital Technologies Private Limited & Stem Factory Solutions Private Limited [a Related Party as per Section 2(76) of the Companies Act, 2013], The aforementioned transactions with Cords Digital Technologies Private Limited and Stem Factory Solutions Private Limited were approved by the Board of Directors on the recommendation of Audit Committee in compliance with Section 188 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rule, 2014 and other applicable provisions of the Companies Act, 2013 and Regulation 23 of the Securities and Exchange Board of India (Listing Regulations and disclosure requirements) Regulations, 2015 (including any statutory Amendment(s), modification(s) or re-enactment thereof for the time being in force). The aforementioned transactions were in ordinary course of business of the Company and at an arm's length price.

As required under Regulation 23(1) of the Listing Regulations, the Company has formulated a policy on dealing with Related Party Transactions. The Policy is available on the website of the Company viz. <http://cordscable.com/cordscable/corporate.php>.

None of the transactions with Related Parties were in conflict with the interest of Company. All the transactions are on arm's length basis 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) Compliances with Rules and Regulations

There were no instances of non-compliance by the Company, penalties, structures imposed on the Company by the Stock Exchanges or the SEBI (The Securities and Exchange Board of India) or any statutory authority, on any matter related to capital markets, during the last three years 2017-2018, 2018-19 and 2019-20 respectively.

c) Vigil Mechanism / Whistle Blower Policy

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of the personnel of the Company have been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website at the following link <http://cordscable.com/cordscable/corporate.php>.

d) Compliance with Secretarial Standards

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on various aspects of corporate law and practices. The Company has complied with each one of them.

e) Policy on Preservation of Documents

As required under Regulation 9 of the SEBI Listing Regulations Policy on Preservation of Documents is available on the website of the Company at <http://cordscable.com/cordscable/corporate.php>.

f) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements

The Board of Directors periodically reviewed the compliance of all Applicable Laws and steps taken by the Company to rectify instances of non-compliance, if any. The company is in compliance with all mandatory requirements of SEBI Listing Regulations. In addition, the company has also adopted the following non-mandatory requirements to the extent mentioned below:

- **The Board**

The requirement relating to maintenance of office and reimbursement of expenses of Non-Executive Chairman is not applicable to the Company since the Chairman of the Company is an Executive Director.

- **Shareholders' Communication**

The Company has maintained a functional website at www.cordscable.com containing basic information about the Company viz., details of its business, financial information, shareholding pattern, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances etc. The contents of the said website are updated from time to time.

Quarterly / Financial Results are published in leading newspapers, namely, Mint, Financial Express, Business Standard in English and Hari Bhoomi, Jansatta in Hindi. These results are also put up on Company's website www.cordscable.com.

- **Audit qualifications**

During the year under review, there was no audit qualification on the company's financial statements.
- **Reporting of Internal Auditor**

M/s Vinay Aggarwal & Associates, Chartered Accountants - Internal Auditors of the company, reports to the Managing Director & CFO and they have a direct access to the Audit Committee and participates in the meetings of the Audit Committee of the Board of Directors of the Company, as and when required, and presents his internal audit observations to the Audit Committee.
- g) Commodity price risk and Commodity hedging activities**

The Company has adequate risk assessment and minimization system in place including for commodities. The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018.
- h) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).**

Not Applicable
- i) A certificate from a Company Secretary in practice that none of the directors on the board of the company have 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.**

The Certificate of Company Secretary in practice is annexed herewith as a part of the report.
- j) Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year.**

Not Applicable
- k) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.**

Details relating to fees paid to the Statutory Auditors are given in Note 27 to the Financial Statements.
- l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.**

The details of number of complaints filed and disposed of during the year and pending as on March 31, 2021 is given in the Directors' report.
- m) The Company has duly complied with the requirements specified in Regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.**
- n) Consolidation of folios and avoidance of multiple mailing**

In order to enable the Company to reduce costs and duplicity of efforts for providing services to investors, members who have more than one folio in the same order of names, are requested to consolidate their holdings under one folio. Members may write to the Registrars & Transfer Agents indicating the folio numbers to be consolidated along with the original shares certificates to be consolidated.
- o) Disclosure of Accounting Treatment**

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.
- p) Risk Management**

The Board is apprised of the matters with regard to Risk Management & Assessment. The Risk minimization procedures have been put in place and are being reviewed from time to time, to ensure that the executive management, controls risk, through means of a properly defined framework.
- q) Policy**

The Company has also adopted Policy on Determination of Materiality for Disclosures, Policy on Archival of Documents and Policy for Preservation of Documents which is available on company's website i.e. <http://cordscable.com/cordscable/corporate.php>.

r) CEO/CFO Certification

As required under Regulation 17 (8) of the SEBI Listing Regulations, the Managing Director and the Chief Financial Officer of the Company have submitted a Compliance Certificate for the financial year ended March 31, 2021, which is annexed to this Report. In term of Regulation 33 (2)(a) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Managing Director and CFO certified the quarterly financial results while placing the final results before the Board.

s) Equity Shares in the suspense account

In accordance with the requirement of Regulation 34 (3) and Schedule V Part F of SEBI Listing Regulations, the Company reports the following details in respect of equity shares lying in the suspense account which were issued in dematerialised form pursuant to the public issue of the Company:

| Particulars | Number of shareholders | Number of equity shares |
|--|---|--|
| Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2020 | Aggregate numbers of shareholders are 05. | The outstanding shares in the suspense account lying at the beginning of the year are 599. |
| Shareholders who approached the Company for transfer of shares from suspense account during the year | Nil | Nil |
| Shareholders to whom shares were transferred from the suspense account during the year | Nil | Nil |
| Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2021. | Aggregate numbers of shareholders are 05. | The outstanding shares in the suspense account lying at the beginning of the year are 599. |
| That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares. | Yes, The voting rights on these shares are frozen till the rightful owner of such shares claims the shares. | |

t) Secretarial Audit Report

The Company has undertaken Secretarial Audit for the financial year 2020-21 which, inter alia, includes audit of compliance with the Companies Act, 2013, and the Rules made under the Act, Listing Regulations and applicable Regulations prescribed by the Securities and Exchange Board of India and Secretarial Standards issued by the Institute of the Company Secretaries of India. The Secretarial Audit Report forms part of this Annual Report.

u) Compliance Certificate from the Secretarial Auditor of the Company

Certificate from M/s Gupta Gulshan & Associates, Company Secretaries, Confirming compliance with the conditions of Corporate Governance as stipulated schedule V of SEBI (listing Obligation and Disclosure Requirements) Regulations, 2015 is annexed to the Directors Report forming part of the Annual report.

v) Particulars of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting have been provided in the Notice of the Annual General Meeting.
w) Plant Locations

- Ø A-525, E-518, E-519, E-520, Industrial Area Chopanki, Bhiwadi, Distt. Alwar - 301707 (Rajasthan)
- Ø SP-239,240 & 241, Industrial Area Kahrani, Bhiwadi, Distt. Alwar - 301019 (Rajasthan)

x) Service of documents through electronic mode

As a part of Green Initiative, the members who wish to receive the notices/documents through e-mail, may kindly intimate their e-mail addresses to the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited, to its dedicated e-mail id i.e., delhi@linkintime.co.in.

y) Investor Correspondence***For share transfer, transmission and dematerialization requests***

| | |
|---|---|
| Link Intime India Pvt. Ltd. (RTA) Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058. Tel. No. +91-011- 49411000 Fax No +91-011, 41410591 E-mail: delhi@linkintime.co.in Website: www.linkintime.co.in | Link Intime India Private Limited (RTA) C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai -400083 Tel. No. +91-022- 49186270 Fax No +91-022- 49186060 E-mail: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in |
|---|---|

For General Correspondence**Company Secretary,**

Cords Cable Industries Ltd.
94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area,
Old Ishwar Nagar,
New Delhi 110020
Tel No.011- 40551200
Fax No. 011- 40551281
Email ID: cscoc@cordscable.com
CIN L74999DL1991PLC046092

ON BEHALF OF THE BOARD OF DIRECTORS

New Delhi
Date : Aug 24, 2021

Naveen Sawhney
Managing Director
DIN : 00893704

Sanjeev Kumar
Whole Time Director
DIN : 07178759

Important Communication to Members

As a responsible corporate citizen, the Company welcomes and supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report, quarterly and half-yearly results, amongst others, to the Members at their e-mail addresses previously registered with the Depository Participants ('DPs') and Registrar and Transfer Agent ('RTA'). Members who have not registered their e-mail addresses so far are requested to do the same. Those holding shares in demat form can register their e-mail address with their concerned DPs. Members who hold shares in physical form are requested to register their e-mail addresses with the RTA by sending a letter duly signed by the first/sole holder quoting Folio Number.

GUPTA GULSHAN & ASSOCIATES
Company Secretaries

202, Kumar House, Central Market,
Prashant Vihar, Delhi 110085
E-mail: gulshanguptacs@gmail.com
Phone: 011 47510390, 98105 10390

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

The Members
Cords Cable Industries Limited

We have examined the compliance of conditions of Corporate Governance by Cords Cable Industries Limited (“the Company”), for the financial year ended **March 31, 2021** as stipulated in the regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), to the extent as applicable to the Company.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and considering the relaxations given by the Ministry of Corporate Affairs and Securities and Exchange Board of India due to spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

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

For **Gupta Gulshan & Associates**
Company Secretaries

Gulshan Kumar Gupta
Membership No., FCS: 5576
Certificate of Practice No. 3925
UDIN: **F005576C000821666**

Place: Delhi
Date: 24th August, 2021

GUPTA GULSHAN & ASSOCIATES
Company Secretaries202, Kumar House, Central Market,
Prashant Vihar, Delhi 110085
E-mail: gulshanguptacs@gmail.com
Phone: 011 47510390, 98105 10390**CERTIFICATE****PURSUANT TO REGULATION 34(3) AND SCHEDULE V PARA C CLAUSE (10)(I) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)**

The Members

Cords Cable Industries Limited
CIN: L74999DL1991PLC046092

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Cords Cable Industries Limited (CIN: L74999DL1991PLC046092) having registered office at 94, 1st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase III, Old Ishwar Nagar, New Delhi 110020 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March 2021, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| S. No. | Name of Director | DIN |
|--------|------------------|----------|
| 1 | Naveen Sawhney | 00893704 |
| 2 | Sanjeev Kumar | 07178759 |
| 3 | Asha Bhandari | 00212254 |
| 4 | Vijay Kumar | 01291193 |
| 5 | Vimal Dev Monga | 06803618 |
| 6 | Prem Kumar Vohra | 00186923 |
| 7 | Parveen Kumar | 08952635 |

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

For **Gupta Gulshan & Associates**
Company Secretaries**Gulshan Kumar Gupta**Membership No., FCS: 5576
Certificate of Practice No. 3925
UDIN: **F005576C000821622**Place: Delhi
Date: 24th August, 2021

Annexure 3 to the Directors' Report

Annual Report on CSR Activities

[Pursuant to Section 135 of the Companies Act, 2013 ('the Act') & Rules made thereunder]

1. Brief outline on CSR Policy of the Company

This Policy which has been amended to incorporate the provisions of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, aims to support various activities for betterment of the environment and living conditions of the population directly or through recognized agencies / funds. Such activities will cover one or more of the CSR activities laid down in Schedule VII of the Companies Act, 2013 as revised from time to time.

The Company has framed a CSR Policy in compliance with the provisions of the Act, which is available on the Company's website and the web link for the same is provided in this report.

2. Composition of CSR Committee as on March 31, 2021:

| S. No. | Name of Director | Designation/Nature of Directorship | Number of meetings of CSR Committees held during the year | Number of meetings of CSR Committee attended during the year |
|--------|----------------------|-------------------------------------|---|--|
| 1. | Mr. Naveen Sawhney | Managing Director | 01 | 01 |
| 2. | Mr. Prem Kumar Vohra | Non-Executive, Independent Director | 01 | 01 |
| 3. | Mr. Parveen Kumar | Non-Executive, Independent Director | 01 | 01 |
| 4. | Mr. Rahul Mohnot | Non-Executive, Independent Director | — | — |

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

<http://cordscable.com/cordscable/corporate.php>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

In terms of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, the requirement of conducting an impact assessment of its CSR Projects is not applicable to the Company.

5. Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any.

| S. No. | Financial Year | Amount available for set-off from preceding financial years (in `) | Amount required to be set-off for the financial year, if any (in `) |
|--------|----------------|--|---|
| N.A | | | |

6. Average net profit of the Company as per Section 135(5) – ` 1046.67 Lacs

7. (a) Two percent of average net profit of the Company as per Section 135(5) – ` 20.93 Lacs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years – N.A.

(c) Amount required to be set off for the financial year, if any – N.A.

(d) Total CSR obligation for the financial year (7a+7b-7c) – ` 20.93 Lacs

8. (a) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year (₹ in lakh) | Amount Unspent (in ₹) | | | | |
|---|---|------------------|---|--------|------------------|
| | Total Amount transferred to Unspent CSR Account as per Section 135(6) | | Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5) | | |
| | Amount | Date of Transfer | Name of Fund | Amount | Date of Transfer |
| 20.93 | Nil | - | Nil | - | - |

(b) Details of CSR amount spent against ongoing projects for the financial year :

| 1 | 2 | 3 | 4 | 5 | | 6 | 7 | 8 | 9 | 10 | 11 | |
|--------|---|---|---------------------|-------------------------|-------------------|-----------------------------|--|--|---|---|---|-------------------------|
| Sl. No | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project | | Project duration (in years) | Amount allocated for the project (₹ in lakh) | Amount spent in the current financial year (₹ in lakh) | Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in lakh) | Mode of Implementation -Direct (Yes/No) | Mode of Implementation -Through Implementing Agency | |
| | | | | State | District | | | | | | Name | CSR Registration number |
| 1 | Sansthanam Abhay Daanam - Upliftment of Bird & Animals Life | Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry; | Yes | Uttar Pradesh | Gautam Budh Nagar | 1 year | 19.93 | 19.93 | Nil | No | Sansthanam Abhay Daanam | CSR00001492 |

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

| 1 | 2 | 3 | 4 | 5 | | 6 | 7 | 8 | |
|--------|--|---|---------------------|-------------------------|-----------|--|---|---|---------------------------------|
| Sl. No | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project | | Amount spent for the project (₹ in lakh) | Mode of Implementation -Direct (Yes/No) | Mode of Implementation -Through Implementing Agency | |
| | | | | State | District | | | Name | CSR Registration |
| 1 | Artificial Limbs (Rotary Viklang Kendra) | Promoting health care | Yes | Delhi | New Delhi | 1 | No | Rotary Delhi Central Charitable Trust | Not applicable for F.Y. 2020-21 |

(d) Amount spent in administrative Overheads : Nil

(e) Amount spent on Impact Assessment, if Applicable : Nil

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 20.93 Lacs

(g) Excess amount for set off, if any : Nil

| Sl. No. | Particulars | Amount (in `) |
|---------|---|---------------|
| i | Two percent of average net profit of the company as per section 135(5) | ` 20.93 Lacs |
| ii | Total amount spent for the financial year | ` 20.93 Lacs |
| iii | Excess amount spent for the financial year [(ii)-(i)] | Nil |
| iv | Surplus arising out of the CSR Projects or programmes or activities of the previous financial years, if any | Nil |
| v | Amount available for set off in succeeding financial years [(iii)-(iv)] | Nil |

9. (a) Details of Unspent CSR amount for the preceding three financial years

| Sl. No. | Preceding Financial Year | Amount transferred to Unspent CSR Account under Section 135(6) (in `) | Amount spent in the reporting Financial Year (in `) | Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any | | | Amount remaining to be spent in succeeding Financial Years (in `) |
|---------|--------------------------|---|---|---|---------------|------------------|---|
| | | | | Name of the Fund | Amount (in `) | Date of transfer | |
| 1 | 2017-18 | - | Nil | - | - | - | 21.42 Lacs |
| 2 | 2018-19 | - | 2 Lacs | - | - | - | 12.51 Lacs |
| 3 | 2019-20 | - | 20 lacs | - | - | - | (1.11)* Lacs |

* Excess amount of ` 1.11 lacs paid for previous years.

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |
|---------|------------|---|---|-----------------------------|---|--|---|--|
| Sl. No. | Project ID | Name of the Project | Financial Year in which the project was commenced | Project duration (in years) | Total amount allocated for the project (in `) | Amount spent on the project in the reporting Financial Year (in `) | Cumulative amount spent at the end of reporting Financial Year (in `) | Status of the project - Completed/ Ongoing |
| 1 | N.A. | Sansthanam Abhay Daanam - Upliftment of Bird & Animals Life | 2020-21 | 1 | 32.82 Lacs | 32.82 Lacs | NIL | Ongoing |

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:

- Date of creation or acquisition of the capital asset(s) – N.A.
- Amount of CSR spent for creation or acquisition of capital asset – N.A.
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. – N.A.
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) – N. A.

11. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5) – N.A.

ON BEHALF OF THE BOARD OF DIRECTORS

New Delhi
Date : August 24, 2021

Naveen Sawhney
Managing Director
DIN : 00893704

Sanjeev Kumar
Whole Time Director
DIN : 07178759

GUPTA GULSHAN & ASSOCIATES
Company Secretaries

202, Kumar House, Central Market,
Prashant Vihar, Delhi 110085
E-mail: gulshanguptacs@gmail.com
Phone: 011 47510390, 98105 10390

Annexure 4 to the Directors' Report

SECRETARIAL AUDIT REPORT

For the financial year ended **31st March, 2021**

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

The Members

CORDS CABLE INDUSTRIES LIMITED
CIN: L74999DL1991PLC046092

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by CORDS CABLE INDUSTRIES LIMITED (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 2021** generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2021** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (vi) The following laws applicable specifically to the company:

As per resolution passed by the directors of the company in the board meeting held on 12th February, 2021 it was resolved that no law is specifically applicable to the company.

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

- (i) The Secretarial Standards (SS-1 and SS-2) issued by the Institute of Company Secretaries of India, regarding board and general meetings;
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned herein above, to the extent applicable to the company.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

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

We further report that during the audit period no material activity or event took place which requires reporting hereunder.

For Gupta Gulshan & Associates
Company Secretaries

Sd/-

Gulshan Kumar Gupta

Membership No., FCS: 5576

Certificate of Practice No. 3925

UDIN: **F005576C000767656**

Place: Delhi

Date: 11th August, 2021

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

ANNEXURE –A
Secretarial Audit Report

For the financial year ended 31st March, 2021

The Members

CORDS CABLE INDUSTRIES LIMITED

CIN: L74999DL1991PLC046092

Our Secretarial Audit Report of even date is to be read along with this letter:

1. Secretarial Audit is primarily audit of compliance of various provisions of Companies Act, 2013 and other laws as mentioned in the audit report. Audit is conducted for transactions taking place during financial year **2020-21** and it should not be considered audit for any previous period. The compliance of the provisions of Companies Act, 2013 and other laws as mentioned in the report is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

The audit is performed 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.

Further, it is not about audit of financials and accounting transactions of the Company. We have not verified the correctness and appropriateness of financial records, financial statements, books of accounts, other financials, compliances of income tax and other tax laws and in this regard, we relied upon the audit done by statutory auditors of the Company.

2. In terms of Secretarial Standard on Meeting of the Board of Directors issued by The Institute of Company Secretaries of India, the company is required to pass resolution at the Board meeting specifying the list of laws applicable specifically to the company.

The list of laws specifically applicable to the company as mentioned at Para (VI) of the report is based on the resolution passed by the Board on 12th February, 2021.

3. Maintenance of secretarial record and its safe custody is the responsibility of the Company Secretary and other officers of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
4. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial record required to be maintained under the Companies Act, 2013. The verification was done on test basis to ensure that correct facts are reflected in such records in order to form a reasonable view and opinion.
5. In case compliances of various statutory provisions, we have also obtained management representation letter especially for transactions where it is not feasible as an auditor to form view and opinion regarding compliance of various provisions.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company. Any person entering into transactions with the company should separately verify about the affairs of the company before such transaction keeping in view the nature of such transaction to be entered into with the Company.

For Gupta Gulshan & Associates
Company Secretaries

Sd/-

Gulshan Kumar Gupta

Membership No., FCS: 5576

Certificate of Practice No. 3925

UDIN: **F005576C000767656**

Place: Delhi

Date: 11th August, 2021

GUPTA GULSHAN & ASSOCIATES
Company Secretaries

202, Kumar House, Central Market,
Prashant Vihar, Delhi 110085
E-mail: gulshanguptacs@gmail.com
Phone: 011 47510390, 98105 10390

Annexure 4A to the Directors' Report

Secretarial Compliance report of
Cords Cable Industries Limited
For the year ended **31st March, 2021**

We have examined:

- a) all the documents and records made available to us and explanation provided by **Cords Cable Industries Limited** ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31st March, 2021** ("Review Period") in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions (to the extent applicable to the Company) and the circulars / guidelines issued thereunder, have been examined, include:

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder (to the extent applicable to the company);

and based on the above examination, we hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder. No deviation in this regard observed.
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- c) As per information provided by the management of the Company, there are no actions taken against the listed entity / its promoters / directors / material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through Guidance Note on Annual Secretarial Compliance Report various circulars) under the aforesaid Acts / Regulations and circulars / guidelines issued thereunder, in so far as it appears from our examination of those records.
- d) No qualification / observation was made in the Secretarial Compliance Report of previous year, hence the reporting on the action taken by the listed entity in this regard and out comments thereto does not arise.

- e) In terms of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18.10.2019, SEBI had inter-alia required the listed entity to amend the terms of appointment of its statutory auditors in terms of Clause 6(A) and 6 (B) of the said Circular. In this regard we report that there was no event of appointment / re-appointment / resignation of statutory auditor of the listed entity during the review period and the listed entity has modified the terms of appointment in accordance with conditions mentioned in Clause 6(A) and 6 (B) of the said Circular.

For Gupta Gulshan & Associates
Company Secretaries

Sd/-

Gulshan Kumar Gupta

Membership No., FCS: 5576

Certificate of Practice No. 3925

UDIN: **F005576C000538713**

Place: Delhi

Date: June 29, 2021

Annexure 5 to the Directors' Report**MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER CERTIFICATE**

Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**The Board of Directors
Of Cords Cable Industries Limited**

Dear Sir/ Madam,

We, Naveen Sawhney, Managing Director & Sandeep Kumar (Chief Financial Officer) of Cords Cable Industries Ltd to the best of our knowledge and belief certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2021 and to the best of our knowledge and belief:
- (i) these statement 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 ended March 31, 2021, which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility 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 or operation 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 :
- (i) significant changes in internal control over financial reporting during the year, if any;
 - (ii) significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements and;
 - (iii) 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.

New Delhi
Date : August 24, 2021

Naveen Sawhney
Managing Director

Sandeep Kumar
Chief Financial Officer

Code of Conduct Declaration

DECLARATION BY THE MANAGING DIRECTOR UNDER REGULATION 34(3) READ WITH PART D OF SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, REGARDING COMPLIANCE WITH CODE OF CONDUCT

To
The Members
Cords Cable Industries Limited

In accordance with Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended March 31, 2021.

For Cords Cable Industries Limited

Dated: August 24, 2021
Place: New Delhi

Naveen Sawhney
Managing Director

Annexure 6 to the Directors' Report
Disclosure on Conservation of Energy & Technology Absorption

| | |
|------------------------------------|---|
| (A) Conservation of Energy: | |
| (i) | The step taken or impact on conservation of energy. |
| (ii) | The step taken by the Company for utilising alternate sources of energy. |
| (iii) | The Capital Expenditure on Energy conservation equipments. |
| (B) Technology absorption: | |
| (i) | The efforts made towards technology absorption; |
| (ii) | The benefits derived like product improvements, cost reduction, product development or import substitution; |
| (iii) | In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) |
| (a) | The details of technology imported |
| (b) | The year of import |
| (c) | Whether the technology been fully absorbed |
| (d) | If not fully absorbed, areas where absorption has not taken place, and the reasons thereof and |
| (e) | The expenditure incurred on Research and Development. |

ON BEHALF OF THE BOARD OF DIRECTORS

New Delhi
August 24, 2021

Naveen Sawhney
Managing Director
DIN : 00893704

Sanjeev Kumar
Whole Time Director
DIN : 07178759

Independent Auditors' Report

**To the Members of
Cords Cable Industries Limited**

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Cords Cable Industries Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the 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 2021, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

During our audit, we had not come across with any significant areas that require reporting under "Key Audit Matter" paragraph and hence we are not including the same in our audit report as per para (A59) of SA 701.

Emphasis of Matter

We draw attention to Note 9 of the financial statements, which states that balance with Government Authorities includes Rs 234.64 Lakhs deposited with GST Department

under protest for ITC disallowed by Department for the financial year 2017-2018 & 2018-19 and same has been taken up at appropriate authority & at appropriate forum for recovery.

Our opinion is not modified in respect of this matter.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Act read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules, 2016.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility for the Standalone Financial Statements

Our responsibility is to express an opinion on these standalone Financial Statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit of the Standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the

assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the standalone financial statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

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

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

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

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure I", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules, 2016.
- (e) On the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 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 II" and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
 - ii. The Company did not have any long term contracts including derivatives 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 Alok Misra & Co.
Chartered Accountants
Firm's Registration No: 018734N

Place of Signature : New Delhi
Date : 30th June, 2021

CA. Alok Misra
Partner
M.No: 500138

**ANNEXURE I TO INDEPENDENT AUDITORS' REPORT
(REFERRED TO IN OUR REPORT OF EVEN DATE)**

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) The fixed assets have been physically verified by the management at the reasonable intervals, which in our opinion, is considered reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) In our opinion and according to information and explanations given to us and on the basis of an examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. The inventory includes finished goods, raw material and work in progress along with inventory of consumables and packing material. Physical verification of inventory has been conducted at reasonable intervals by the management and discrepancies noticed which were not material in nature have been properly dealt with in the books of accounts.
- iii. The Company has not granted loans (secured or unsecured) to companies covered in the register maintained under Section 189 of the Act. Accordingly, paragraph 3(iii) of the order is not applicable.
- iv. In our opinion and according to information and explanations given to us, the Company has complied with provisions of Section 185 and 186 of the Act in respect of loans, investments, guarantees, and security.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits, in respect of which, directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act 2013 and rules framed there under, are not applicable on the company. No order had been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any other tribunal.
- vi. We have broadly reviewed the books of accounts maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of Cost Records under section 148 of the Act, and are of opinion that prima facie, the prescribed accounts and records have been made and maintained, however, we have not made the detailed examination of such cost records.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, duty of customs, duty of excise, cess, GST and other applicable material undisputed statutory dues have been deposited regularly during the year with the appropriate authorities and there are no arrears of outstanding statutory dues as at the last day of the financial year concerned i.e. 31st March, 2021, for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, GST or other applicable material statutory dues which have not been deposited as on March 31, 2021 on account of any dispute except the followings:-

| Name of the Statute | Nature of dues | Amount INR in Lakhs | Period to which the amount relates | Forum where dispute is pending |
|---|--|--|------------------------------------|--|
| Central Excise Act, 1944 | Excise Duties & Services Tax | | | |
| | Service Tax Less: Already Deposit | 33.75 (-)6.60 | 2012-2014 | Case pending before the CESTAT, New Delhi |
| Building and Other Construction Worker's Welfare CESS Act, 1996 | Building and Other Construction Worker's Welfare CESS Rule, 1998 CESS Amount Add: Interest Less: Already Deposit Balance | 16.04 29.42 <u>45.46</u> (-)16.04 <u>29.42</u> | 2010-2011 & 2012-2013 | Stay order granted by the HIGH COURT, Jaipur |

- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to banks, financial institutions and debenture holders as at the Balance Sheet date.
- ix. According to the information and explanations given to us, the term loans were generally applied for the purpose for which those are raised. The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year.
- x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given 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. According to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with Section 177 and 188 of Act, where applicable and the details of related party transactions have been disclosed in the Standalone Ind AS Financial Statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- 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 non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. According to information and explanations given to us, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934.

For Alok Misra & Co.
Chartered Accountants
Firm's Registration No: 018734N

CA. Alok Misra
Partner
M.No: 500138

Place of Signature : New Delhi
Date : 30th June,2021

ANNEXURE II TO INDEPENDENT AUDITORS' REPORT- 31 MARCH 2021 (REFERRED TO IN OUR REPORT OF EVEN DATE)

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

We have audited the internal financial controls over financial reporting of Cords Cable Industries Limited as at 31st March, 2021 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 control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("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 Act.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that:

- (a) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) 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 authorizations of management and directors of the company; and
- (c) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting but requires more strengthening and such internal financial controls over financial reporting were operating effectively during the period ended 31st March 2021, based on the internal control over financial reporting criteria established by the Company consisting the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Alok Misra & Co.
Chartered Accountants
Firm's Registration No: 018734N

CA. Alok Misra
Partner
M.No: 500138

Place of Signature : New Delhi
Date : 30th June,2021

BALANCE SHEET AS AT 31ST MARCH, 2021

(Amount INR in Lakhs)

| Particulars | Notes No | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|-------------|---------------------------------------|---------------------------------------|
| I ASSETS | | | |
| 1 Non-Current Assets | | | |
| (a) Property, Plant and Equipment | 1 | 6,808.53 | 7,161.96 |
| (b) Right to use Assets | 2 | 2,461.85 | 2,441.58 |
| (c) Financial Assets | | | |
| (i) Security Deposits | 3 | 172.97 | 167.90 |
| Total Non-Current Assets | | 9,443.35 | 9,771.44 |
| 2 Current Assets | | | |
| (a) Inventories | 4 | 5,855.25 | 5,967.28 |
| (b) Financial Assets | | | |
| (i) Investment | 5 | 40.25 | 36.42 |
| (ii) Trade Receivables | 6 | 10,899.92 | 12,060.27 |
| (iii) Cash and Cash Equivalent | 7 | 66.12 | 17.03 |
| (iv) Bank Balance Other Than (iii) Above | 8 | 1,768.79 | 2,406.13 |
| (c) Other Current Assets | 9 | 1,308.73 | 1,267.65 |
| Total Current Assets | | 19,939.06 | 21,754.78 |
| Total Assets | | 29,382.41 | 31,526.22 |
| II EQUITY AND LIABILITIES | | | |
| 1 Equity | | | |
| (a) Equity Share Capital | 10 | 1,292.78 | 1,292.78 |
| (b) Other Equity | 11 | 13,279.29 | 12,837.69 |
| Total Equity | | 14,572.07 | 14,130.47 |
| 2 Liabilities | | | |
| Non-Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 12 | 2,236.69 | 1,194.63 |
| (b) Provisions | 13 | 152.16 | 146.79 |
| (c) Deferred Tax Liability (Net) | 14 | 550.36 | 565.47 |
| (d) Other Non-Current Liabilities | 15 | 1.87 | 1.87 |
| Total Non-Current Liabilities | | 2,941.08 | 1,908.76 |
| Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 16 | 5,689.93 | 6,660.90 |
| (ii) Trade Payables | 17 | | |
| (A) Total outstanding dues of Micro, Small and Medium Enterprise | | 40.81 | 135.77 |
| (B) Total outstanding dues of Creditors other than Micro, Small and Medium Enterprises | | 5,112.14 | 7,815.74 |
| (iii) Others Financial Liabilities | 18 | 707.35 | 621.94 |
| (b) Provisions | 19 | 19.99 | 45.03 |
| (c) Other Current Liabilities | 20 | 299.04 | 207.61 |
| Total Current Liabilities | | 11,869.26 | 15,486.99 |
| Total Equity and Liabilities | | 29,382.41 | 31,526.22 |

 Significant Accounting Policies
 Notes on Financial Statements

1 to 30

As per our Report of even date

Alok Misra & Co
 Chartered Accountants
 (FRN.:018734N)

Alok Misra
 Partner
 M.No.:500138

 Place : New Delhi
 Date : 30.06.2021

For and on behalf of the Board of Directors
Naveen Sawhney
 Managing Director
 DIN: 00893704

Sandeep Kumar
 CFO
 M.No.:093357

Sanjeev Kumar
 Whole Time Director
 DIN: 07178759

Garima Pant
 Company Secretary
 M.No.:ACS 28170

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

(Amount INR in Lakhs)

| Particulars | Notes No | Year Ended 31 st March, 2021 | Year Ended 31 st March, 2020 |
|---|----------|---|---|
| Income from Operations | | | |
| I Revenue from Operations | 21 | 32,337.00 | 42,089.07 |
| II Other Income | 22 | 137.60 | 151.75 |
| III Total Revenue | | 32,474.60 | 42,240.82 |
| IV Expenses | | | |
| Cost of Material Consumed | 23 | 24,192.81 | 32,585.62 |
| Purchase of Stock-in-Trade | | - | - |
| Changes in Inventories of Finished Goods, Work-in-progress, Scrap and Stock-in-Trade | 24 | (29.99) | 69.62 |
| Employee Benefits Expenses | 25 | 1,997.04 | 2,349.60 |
| Finance Costs | 26 | 2,283.32 | 2,561.83 |
| Depreciation and Amortization Expense | 1 | 708.31 | 661.33 |
| Other Expenses | 27 | 2,704.03 | 2,928.13 |
| Total Expenses(IV) | | 31,855.52 | 41,156.13 |
| V Profit before exceptional items and tax(III-IV) | | 619.08 | 1,084.69 |
| VI Exceptional Items | | - | - |
| VII Profit before Tax (V-VI) | | 619.08 | 1,084.69 |
| VIII Tax Expense: | | | |
| (1) Current Tax(including earlier year tax) | | 200.70 | 281.84 |
| (2) Deferred Tax Liability/(Assets) | | (17.15) | (263.91) |
| Total Tax Expense | | 183.55 | 17.93 |
| IX Profit for the period from continuing operations(VII-VIII) | | 435.53 | 1,066.76 |
| X Profit/(loss) from discontinuing operations | | - | - |
| XI Tax expense of discontinuing operations | | - | - |
| XII Profit / (Loss) from discontinuing operations (After Tax) (X-XI) | | - | - |
| XIII Profit / (Loss) for the year (IX+XII) | | 435.53 | 1,066.76 |
| XIV Other Comprehensive Income | | | |
| A. (i) Item that will not be reclassified to profit or loss Remeasurement of Gratuity Fund/Defined benefit liabilities | | 8.10 | (16.69) |
| (ii) Income tax relating to Item that will not be reclassified to profit or loss Deferred tax Assest/(Liability) on above Net balance of Actuarial Gain / (Loss) transfer to Other Comprehensive Income | | (2.04) 6.06 | 4.20 (12.49) |
| B. (i) Item that will be reclassified to profit or loss | | - | - |
| (ii) Income tax relating to Item that will be reclassified to profit or loss | | - | - |
| XV Total Comprehensive Income for the period (XIII+XIV) comprising Profit / (Loss) and other comprehensive income for the period | | 441.59 | 1,054.27 |
| XVI Earnings per Equity share of face value of Rs. 10/- each | | | |
| a) Basic | | 3.42 | 8.16 |
| b) Diluted | | 3.42 | 8.16 |
| Significant Accounting Policies | | | |
| Notes on Financial Statements | 1 to 30 | | |

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place : New Delhi
Date : 30.06.2021

For and on behalf of the Board of Directors

Naveen Sawhney
Managing Director
DIN: 00893704

Sandeep Kumar
CFO
M.No:093357

Sanjeev Kumar
Whole Time Director
DIN: 07178759

Garima Pant
Company Secretary
M.No:ACS 28170

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

(Amount INR in Lakhs)

| Particulars | Year Ended 31 st March, 2021 | Year Ended 31 st March, 2020 |
|---|--|--|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net Profit before tax | 619.09 | 1,084.69 |
| Adjustments for: | | |
| Depreciation and amortisation of non-current assets | 708.31 | 661.33 |
| (Gain)/Loss on disposal of property, plant and equipment | (1.26) | 19.97 |
| Finance cost recognised in Profit & Loss | 2,283.32 | 2,561.83 |
| Remeasurement gain/(loss) on Defined benefit liabilities | 8.10 | (16.69) |
| Remeasurement of Investment (gain)/ Loss | (3.83) | 3.15 |
| Investment income recognised in profit & Loss | (104.58) | (135.20) |
| Bad Debts | 280.27 | - |
| Operating profit before working capital changes | 3,789.41 | 4,179.08 |
| Adjustments for: | | |
| (Increase)/decrease in inventories | 112.03 | 15.23 |
| (Increase)/decrease in trade and other receivables | 880.08 | (712.10) |
| (Increase)/decrease in Loans & Advances/Other Current Assets | (46.15) | 304.86 |
| Increase/(decrease) in Trade/Other payables | (2741.00) | 736.53 |
| Cash generation from operating activities | 1,994.37 | 4,523.60 |
| Less: Direct taxes Paid | 186.50 | 313.38 |
| Net cash generation from operating activities | 1,807.87 | 4,210.22 |
| B CASH FLOW FROM INVESTING ACTIVITIES | | |
| Payments for property, plant and equipment | (376.24) | (941.67) |
| Proceeds from disposal of property, plant and equipment | 2.35 | 13.55 |
| Proceeds / Payments to acquire financial assets (Fixed Deposit) | 637.34 | (402.61) |
| Interests received (on Fixed Deposits) | 104.58 | 135.20 |
| Payments / Proceeds on sale of financial assets (Units in Mutual Funds) | - | 11.86 |
| Net cash used in investing activities | 368.03 | (1183.67) |
| C CASH FLOW FROM FINANCING ACTIVITIES | | |
| Borrowings (Net) | 95.53 | (469.72) |
| Interest & Finance Charges paid | (2222.34) | (2573.35) |
| Net cash from/(used) in financing activities | (2126.81) | (3043.07) |
| INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT(A+B+C) | 49.09 | (16.53) |
| Cash and cash equivalents at the beginning | 17.03 | 33.55 |
| Cash and cash equivalent at the close | 66.12 | 17.03 |

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place: New Delhi
Date : 30.06.2021

For and on behalf of the Board of Directors

Naveen Sawhney
Managing Director
DIN: 00893704

Sandeep Kumar
CFO
M.No:093357

Sanjeev Kumar
Whole Time Director
DIN: 07178759

Garima Pant
Company Secretary
M.No:ACS 28170

Statement of changes in equity
A. Equity Share Capital
(Amount INR in Lakhs)

| Particulars | Balance as at 1 st April 2019 | Changes in equity share capital during the year | Balance as at 31 st March 2020 |
|---|---|--|--|
| Authorised Share Capital 1,35,00,000 Equity Shares of Rs 10/-each | 1350.00 | - | 1350.00 |
| Issued Share Capital 1,29,27,780 Equity Shares of Rs 10/-each | 1292.78 | - | 1292.78 |

| Particulars | Balance as at 1 st April 2020 | Changes in equity share capital during the year | Balance as at 31 st March 2021 |
|---|---|--|--|
| Authorised Share Capital 1,35,00,000 Equity Shares of Rs 10/-each | 1,350.00 | - | 1,350.00 |
| Issued Share Capital 1,29,27,780 Equity Shares of Rs 10/-each | 1,292.78 | - | 1,292.78 |

B. Other Equity
(Amount INR in Lakhs)

| Particulars | Reserves and Surplus | | | | | Actuarial Gain/(Loss) | Total |
|--|----------------------|----------------------------------|---------------------|--|----------------------|--------------------------|-----------|
| | Capital Reserve | Securities Premium Reserve | General Reserves | Preference Share Capital Redemption Reserve | Retained Earnings | | |
| Balance at the 1st April 2020 | - | 5,024.36 | 90.87 | 160.00 | 7,582.88 | (20.42) | 12,837.69 |
| Changes in accounting policy or prior period errors | - | - | - | - | - | - | - |
| Restated balance at the beginning of the reporting period | - | 5,024.36 | 90.87 | 160.00 | 7,582.88 | (20.42) | 12,837.69 |
| Total Comprehensive Income for the year | - | - | - | - | 435.54 | 6.06 | 441.60 |
| Balance at the end of 31st March 2021 | - | 5,024.36 | 90.87 | 160.00 | 8,018.42 | (14.36) | 13,279.29 |

Notes on the Financial Statements For the Year ended 31st March, 2021
1. PROPERTY, PLANT AND EQUIPMENT

(Amount INR in Lakhs)

| Description | Gross Block | | | | Depreciation / Amortisation | | | | Net Block | |
|-------------------------------|---------------------|---------------|---------------------------|---------------------|-----------------------------|-------------------|---------------------------|--------------------|---------------------|---------------------|
| | As at 01.04.2020 | Additions | Deduction/ Adjustments | As at 31.03.2021 | As at 01.04.2020 | For The Period | Deduction/ Adjustments | Upto 31.03.2021 | As at 31.03.2021 | As at 31.03.2020 |
| TANGIBLE ASSETS: | | | | | | | | | | |
| Building | 3,892.59 | 104.59 | - | 3,997.18 | 1,271.94 | 121.65 | - | 1,393.59 | 2,603.59 | 2,620.65 |
| Plant & Machinery | 8,368.60 | 103.87 | - | 8,472.47 | 4,474.72 | 476.30 | - | 4,951.02 | 3,521.45 | 3,893.88 |
| Tools & Instrument | 577.28 | 96.65 | - | 673.93 | 104.90 | 38.91 | - | 143.81 | 530.12 | 472.38 |
| Generator | 174.15 | - | - | 174.15 | 119.63 | 11.41 | - | 131.04 | 43.11 | 54.52 |
| Office Equipment | 72.39 | 0.84 | - | 73.23 | 40.97 | 2.12 | - | 43.09 | 30.14 | 31.41 |
| Computer | 244.94 | 3.43 | - | 248.37 | 192.45 | 17.88 | - | 210.33 | 38.04 | 52.49 |
| Furniture & Fixture | 108.48 | 0.55 | - | 109.03 | 96.07 | 2.79 | - | 98.86 | 10.17 | 12.41 |
| Vehicle | 139.57 | 12.82 | 21.84 | 130.55 | 115.36 | 4.03 | 20.75 | 98.64 | 31.91 | 24.21 |
| Total | 13,577.99 | 322.75 | 21.84 | 13,878.90 | 6,416.05 | 675.07 | 20.75 | 7,070.37 | 6,808.53 | 7,161.96 |
| 2. RIGHT TO USE ASSETS | | | | | | | | | | |
| Land(Lease Hold) | 2,750.08 | - | - | 2,750.08 | 308.50 | 27.78 | - | 336.28 | 2,413.80 | 2,441.58 |
| Machinery(Lease) | - | 53.50 | - | 53.50 | - | 5.46 | - | 5.46 | 48.04 | - |
| Total | 2,750.08 | 53.50 | - | 2,803.58 | 308.50 | 33.24 | - | 341.74 | 2,461.85 | 2,441.58 |
| Grand Total | 16,328.07 | 376.25 | 21.84 | 16,682.48 | 6,724.55 | 708.31 | 20.75 | 7,412.11 | 9,270.38 | 9,603.54 |
| Previous Year | 15,527.10 | 941.67 | 141.69 | 16,327.07 | 6,171.38 | 661.33 | 108.18 | 6,724.55 | 9,603.54 | 9,637.45 |

Notes on the Financial Statements For the Year Ended 31st March, 2021

(Amount INR in Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|---------------------------------------|---------------------------------------|
| 2. RIGHT TO USE ASSET | | |
| Leasehold Land & Machineries | 2,461.85 | 2,441.58 |
| Total | 2,461.85 | 2,441.58 |
| <p>Leasehold Land was taken at 99 years lease on lumpsum payment of Rs. 2750.08 Lakhs(including taxes & other charges). In past years, leasehold land was recognised at historical cost and was shown under the heading "Property, Plant & Equipment" but from this year onwards, leasehold land is shown under separate heading as "Right to use assets" amortised on straight line basis over the life of lease agreement. The amortisation cost of Rs.280.72 Lakhs for the period already gone till last FY has been written off through reserve & surplus.</p> | | |
| Particulars | | |
| Carrying amount of Right to use Asset at the beginning of the year | 2,441.58 | 2,750.08 |
| Add: Carrying amount of addition during the year | 53.50 | - |
| Less: Amount written off through Reserve & Suplus for past years adjustment as per restrospective approach under Ind AS 116. | - | 280.72 |
| Less: Amount amortised on straight line method during the year | 33.24 | 27.78 |
| Carrying amount of Right to use Asset at the end of the year | 2,461.85 | 2,441.58 |
| 3. SECURITY DEPOSIT | | |
| (Unsecured and considered good) | | |
| Security Deposits | 172.97 | 167.90 |
| Total | 172.97 | 167.90 |
| <p>Security Deposits have been recognised at cost and are not accounted for present value as the period of contract is not certain.</p> | | |
| 4. INVENTORIES | | |
| Raw Material (including in-Transit) | 1,491.80 | 1,669.32 |
| Work-in- Progress | 2,118.04 | 2,149.25 |
| Finished Goods | 1,832.28 | 1,847.97 |
| Packing Material,Store and Spares & Scrap | 413.13 | 300.74 |
| Total | 5,855.25 | 5,967.28 |
| 5. INVESTMENTS | | |
| Investments in Mutual Funds | 27.05 | 23.68 |
| Investments in Units of United Life Insurance Policy Scheme | 8.80 | 8.40 |
| Gold Coin | 4.40 | 4.34 |
| Total | 40.25 | 36.42 |
| 6. TRADE RECEIVABLES | | |
| (Unsecured and considered good) | | |
| Trade Receivables | 10,899.92 | 12,060.27 |
| Total | 10,899.92 | 12,060.27 |

Trade Receivables are net of factoring liability as on 31.03.2021 as there is contractual obligation on debtors to pay directly to factoring agency.

During the year, company has assessed that all debtors are recoverable and there is no need for creating expected credit loss provision according to simplified approach as mentioned Ind AS 109. However, the company has recognized Bad Debts amounting to Rs. 280.27 Lakhs during the financial year for trade debtors which were admitted with NCLT under IBC Code,2016 and resolution scheme has been sanctioned by NCLT.

| Particulars | (Amount INR in Lakhs) | |
|---|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2021 | As at 31 st March, 2020 |
| 7. CASH AND CASH EQUIVALENTS | | |
| Balance with Banks | 56.63 | 13.09 |
| Cash on Hand | 9.49 | 3.94 |
| Total | <u>66.12</u> | <u>17.03</u> |
| 8. BANK BALANCE OTHER THAN (iii) ABOVE | | |
| Fixed Deposit with Banks(includes accrued interest thereon) (Kept as Margin Money against Non Fund Based Limits) | 1,768.79 | 2,406.13 |
| Total | <u>1,768.79</u> | <u>2,406.13</u> |
| 9. OTHER CURRENT ASSETS | | |
| (Unsecured and considered good) | | |
| Advance to Suppliers & Others | 729.97 | 339.59 |
| Balance with Government Authorities * | 525.61 | 898.05 |
| Benefits Receivable | 53.16 | 30.01 |
| Total | <u>1,308.73</u> | <u>1,267.65</u> |
| * Includes Rs 234.64 Lakhs deposited with GST Department under protest for ITC disallowed by Department for the financial year 2017-2018 & 2018-2019 and same has been taken up at appropriate authority & at appropriate forum for recovery. | | |
| 10. SHARE CAPITAL | | |
| Authorised Share Capital: | | |
| 1,35,00,000 Equity Shares of Rs 10/-each (PY:1,35,00,000 Equity Shares of Rs 10/-each) | 1,350.00 | 1,350.00 |
| 3,60,000 Cumulative Redeemable Non-Convertible Preference Shares of Rs 100/-each (PY:3,60,000 Cumulative Redeemable Non-Convertible Preference Shares of Rs 100/-each) | 360.00 | 360.00 |
| | <u>1,710.00</u> | <u>1,710.00</u> |
| Issued, Subscribed and Paid up: | | |
| 1,29,27,780 Equity Shares of Rs.10/- each fully paid up (PY:1,29,27,780 Equity Shares of Rs.10/- each fully paid up) | 1,292.78 | 1,292.78 |
| Total | <u>1,292.78</u> | <u>1,292.78</u> |

10.1. Terms/rights attached to Equity Shares

The company has only one class of equity shares having a face value of Rs.10/- (Rupees Ten) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to received 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. In the event of distributing dividends by the company and winding up, the preference shareholders will be preferred over the equity shareholders. They do not have any voting rights except for in the conditions mentioned in the Companies Act, 2013.

10.2. Terms/rights attached to Preference Shares

During the year 2016-17, the Company has issued and allotted 1,60,000 Cumulative, Redeemable Non Convertible, Preference Shares of face value Rs.100/- each fully paid to Promoter and redeemable at par within a period not exceeding 5(five) years . The allotment was completed in 4 trances details as dated 09.11.2016 no of shares 35000 @ Rs 100/-, dated 21.11.2016 no of shares 39000 @ Rs 100/-, dated 31.01.2017 no of shares 6000 @ Rs 100/-, dated 09.02.2017 no of shares 80000 @ Rs 100/-. These Shares carry Dividend rate @10% (Ten Percent) p.a. and voting rights of these shares are limited to matters which directly affect the rights of Preference Shareholders. However the company, reserve the right to recall the shares at any time within a period not exceeding 5 years from the date of allotment as per the provisions of Companies Act,2013. These shares are not listed on any stock exchange.

10.3. Authorised Share Capital

During the year March 31,2012, the authorised share capital has been increased from Rs. 12,00,00,000 (Rupees Twelve Crores) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each to Rs.14,00,00,000 (Rupees Fourteen Crores) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each and 2,00,000 (Two Lakh) Cumulative, Redeemable Non Convertible, Preference Shares of Rs. 100 (Rupees Hundred) each at the Annual General Meeting of the Company held on September 26, 2011. During the year March 31,2013 the authorised share capital has been increased from Rs.14,00,00,000 (Rupees Fourteen Crores) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each and 2,00,000 (Two Lakh) Cumulative, Redeemable Non Convertible, Preference Shares of Rs. 100 (Rupees Hundred) each to Rs.15,60,00,000 (Rupees Fifteen Crores Sixty Lakhs) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each and 3,60,000 (Three Lakh Sixty Thousand) Cumulative, Redeemable Non Convertible, Preference Shares of Rs. 100 (Rupees Hundred) each in the Annual General Meeting of the Company held on September 26, 2012. During the year March 31,2016, the authorised share capital has been increased from Rs. 15,60,00,000 (Rupees Fifteen Crores Sixty Lacs only) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each amounting to Rs.12,00,00,000 (Rupees Twelve Crores) and 3,60,000(Three Lac Sixty Thousand) Cumulative, Redeemable Non Convertible, Preference Shares of Rs. 100 (Rupees Hundred) each amounting to Rs. 3,60,00,000(Rupees Three Crore Sixty Lacs only) to Rs.17,10,00,000(Rupees Seventeen Crore Ten Lacs only) divided into 1,35,00,000(One Crore Thirty Five Lacs) Equity Shares of Rs 10 (Rupee Ten) each amounting to Rs. 13,50,00,000(Rupees Thirteen Crore Fifty Lacs only) and 3,60,000(Three Lacs Sixty Thousand) Cumulative, Redeemable Non Convertible, Preference Shares of Rs. 100 (Rupees Hundred) each amounting to Rs.3,60,00,000(Rupees Three Crore Sixty Lacs only) in the Extra Ordinary General Meeting of the Company held on January 29,2016.

10.4. The Reconciliation of number of shares and amount outstanding at the beginning and at the end of the year :

| Equity Shares | As at 31st March, 2021 | | As at 31st March, 2020 | |
|---|------------------------|-------------------|------------------------|-------------------|
| Particulars | No. of Shares | Amount (in Lakhs) | No. of Shares | Amount (in Lakhs) |
| Equity Shares at the beginning of the year | 1,29,27,780 | 1,292.78 | 1,29,27,780 | 1,292.78 |
| Add: Equity Shares issued during the year | - | - | - | - |
| Equity Shares at the end of the year | 1,29,27,780 | 1,292.78 | 1,29,27,780 | 1,292.78 |

| Preference Shares | As at 31st March, 2021 | | As at 31st March, 2020 | |
|--|------------------------|-------------------|------------------------|-------------------|
| Particulars | No. of Shares | Amount (in Lakhs) | No. of Shares | Amount (in Lakhs) |
| Preference Shares at the beginning of the year | 1,60,000 | 160.00 | 1,60,000 | 160.00 |
| Less: Preference Shares redeemed during the year | - | - | - | - |
| | 1,60,000 | 160.00 | 1,60,000 | 160.00 |
| Add: Preference Shares issued during the year | - | - | - | - |
| Preference Shares at the end of the year | 1,60,000 | 160.00 | 1,60,000 | 160.00 |

10.5. The Details of shareholders holding more than 5% shares :

| Equity Shares | As at 31st March, 2021 | | As at 31st March, 2020 | |
|---------------------|------------------------|--------|------------------------|--------|
| Name of Shareholder | No. of Shares | % Held | No. of Shares | % Held |
| Naveen Sawhney | 60,78,127 | 47.02 | 60,77,127 | 47.01 |
| Param Capital | - | - | 8,95,440 | 6.93 |

| Preference Shares | As at 31st March, 2021 | | As at 31st March, 2020 | |
|---------------------|------------------------|--------|------------------------|--------|
| Name of Shareholder | No. of Shares | % Held | No. of Shares | % Held |
| Naveen Sawhney | 1,60,000 | 100 | 1,60,000 | 100 |

(Amount INR in Lakhs)

| Particulars | As at | | As at | |
|---|------------------------------|-------------------------|------------------------------|-------------------------|
| | 31 st March, 2021 | | 31 st March, 2020 | |
| 11. OTHER EQUITY | | | | |
| Securities Premium Reserve | | 5,024.36 | | 5,024.36 |
| General Reserve | | 90.87 | | 90.87 |
| Preference Share Capital Redemption Reserve | | 160.00 | | 160.00 |
| Surplus | | | | |
| As per last Balance Sheet | 7,582.88 | | 6,901.96 | |
| Less: Impairment of Right to Use Asset | - | | 280.72 | |
| Less: Prior Period Taxes Written Off | - | | 105.11 | |
| Add: Profit for the year | 435.54 | 8,018.42 | 1,066.76 | 7,582.88 |
| | | <u>8,018.42</u> | | <u>7,582.88</u> |
| Other Comprehensive income | | | | |
| Opening balance | (20.42) | | (7.93) | |
| Remeasurement of Gratuity Fund | 6.06 | (14.36) | (12.49) | (20.42) |
| | | <u>(14.36)</u> | | <u>(20.42)</u> |
| Total | | <u>13,279.29</u> | | <u>12,837.69</u> |
| 12. LONG TERM BORROWINGS | | | | |
| Secured | | | | |
| In Rupee Term loans | | | | |
| from Banks | 20.16 | | 27.16 | |
| from Others | 2,637.53 | | 1,571.25 | |
| Vehicle loans | | | | |
| from Banks | 30.17 | | 22.95 | |
| | | <u>2,687.86</u> | | <u>1,621.36</u> |
| Less : Current Maturities of long term borrowings | 611.17 | 2,076.69 | 586.73 | 1,034.63 |
| | | <u>611.17</u> | | <u>1,034.63</u> |
| Preference Share Capital | | 160.00 | | 160.00 |
| 1,60,000 Cumulative Redeemable Non-Convertible Preference Shares of Rs 100/-each fully paid (PY:1,60,000 Cumulative Redeemable Non-Convertible Preference Shares of Rs 100/-each fully paid) | | | | |
| Total | | <u>2,236.69</u> | | <u>1,194.63</u> |
| 12.1. Term Loans from Banks and others referred above are secured by way of first & Second charge on entire movable fixed assets and equitable mortgage Factory Land and Building and Plant & Machinery and other fixed assets. | | | | |
| 12.2. Vehicle loans are secured by way of hypothecation of vehicles. | | | | |
| 13. LONG TERM PROVISIONS | | | | |
| Provision for Employee Benefits (Refer note -30 B) | | 152.16 | | 146.79 |
| Total | | <u>152.16</u> | | <u>146.79</u> |
| 13.1. Provision for Employees Benefits include Provision for Gratuity & Provision for Leave Encashment. | | | | |

(Amount INR in Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|---------------------------------------|---------------------------------------|
| 14. DEFERRED TAX LIABILITY (NET) | | |
| Deferred Tax Liability | | |
| Temporary difference on Fixed Assets as per books and Tax base | 598.34 | 614.78 |
| Temporary difference on provision of Employee Benefits | (50.02) | (45.11) |
| Temporary difference on OCI | 2.04 | (4.20) |
| Total | 550.36 | 565.47 |
| 15. OTHER LONG-TERM LIABILITIES | | |
| Security Deposit | 1.87 | 1.87 |
| Total | 1.87 | 1.87 |
| Amount kept as Security against Cars given to employees to be adjusted from the value of car at the option of employees. | | |
| 16. SHORT TERM BORROWINGS | | |
| Secured | | |
| Working Capital loans | | |
| From Banks | | |
| In Rupee loans | 5,689.93 | 6,660.90 |
| Total | 5,689.93 | 6,660.90 |
| 16.1. Working Capital loans along with non-fund based facilities from Banks & other Financial Institutions are secured by way of hypothecation of present and future stock of raw materials, work-in-process, finished goods, book debts as first charge which ranks Pari-passu amongst Banker & Financial Institutions and by way of First and Second charge on the immovable and movable assets of the company by respective Banks & Financial Institutions. | | |
| 17. TRADE PAYABLES | | |
| (A) Total outstanding dues of Micro, Small and Medium Enterprise | 40.81 | 135.77 |
| (B) Total outstanding dues of Creditors other than Micro, Small and Medium Enterprises | 5,112.14 | 7,815.74 |
| Total | 5,152.95 | 7,951.51 |
| The Total dues of Micro, Small and Medium Enterprises which were outstanding for more than stipulated period are Rs NIL (Previous year Rs NIL) | | |
| 18. OTHER FINANCIAL LIABILITIES | | |
| Current maturities of long term debts (Refer note -12) | 611.17 | 586.73 |
| Interest accrued but not due on borrowings | 87.93 | 33.41 |
| Interest accrued and due on borrowings | 8.25 | 1.80 |
| Total | 707.35 | 621.94 |
| 19. SHORT-TERM PROVISIONS | | |
| Provisions for Employee Benefits (Refer note -30 B) | 5.79 | 12.21 |
| Provision for Taxation (net of advance tax) | 14.20 | - |
| Provision for Corporate Social Responsibility | - | 32.82 |
| Total | 19.99 | 45.03 |
| 19.1. Provision for Employees Benefits include provision for Gratuity & Provision for Leave Encashment. | | |

(Amount INR in Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--------------------------------------|---------------------------------------|---------------------------------------|
| 20. OTHER CURRENT LIABILITIES | | |
| Advance from customers | 47.17 | 79.04 |
| Other Payables | 251.87 | 128.57 |
| Total | 299.04 | 207.61 |

Includes Statutory dues payables, Salary and wages payable and other expenses payable

(Amount INR in Lakhs)

| Particulars | Year ended 31 st March, 2021 | Year ended 31 st March, 2020 |
|------------------------------------|--|--|
| 21. REVENUE FROM OPERATIONS | | |
| Sales (Gross) | 37,851.44 | 48,508.64 |
| Less: GST | 5,514.44 | 6,419.57 |
| Total | 32,337.00 | 42,089.07 |

22. OTHER INCOME

| | | |
|--|---------------|---------------|
| Interest Income | 104.58 | 135.20 |
| Other Non-Operating revenues | 15.56 | 14.41 |
| Remeasurement of Investment | 3.84 | - |
| Net Gain on Foreign Currency transaction or translation. | 13.62 | 2.14 |
| Total | 137.60 | 151.75 |

23. COST OF MATERIAL CONSUMED

| | | |
|----------------------------|------------------|------------------|
| Opening Raw Material | 1,669.32 | 1,629.49 |
| Add: Purchases | 24,015.29 | 32,625.45 |
| Less: Closing Raw Material | 1,491.80 | 1,669.32 |
| Total | 24,192.81 | 32,585.62 |

24. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROCESS AND STOCK-IN-TRADE
Opening

| | | | | |
|-----------------|----------|----------|---|----------|
| Finished Goods | 1,847.97 | 1,908.41 | | |
| Work In Process | 2,149.25 | 2,165.39 | | |
| Scrap | 6.96 | 4,004.18 | - | 4,073.80 |

Less: Closing

| | | | | |
|-----------------|----------|----------|------|----------|
| Finished Goods | 1,832.28 | 1,847.97 | | |
| Work In Process | 2,118.04 | 2,149.25 | | |
| Scrap | 83.84 | 4,034.16 | 6.96 | 4,004.18 |

(Increase)\Decrease In Stock

| | | | | |
|--------------|--|----------------|--|--------------|
| | | (29.99) | | 69.62 |
| Total | | (29.99) | | 69.62 |

(Amount INR in Lakhs)

| Particulars | Year ended 31 st March, 2021 | Year ended 31 st March, 2020 |
|--|--|--|
| 25. EMPLOYEE BENEFITS | | |
| Salaries, Wages & Allowances | 1,769.65 | 2,083.33 |
| Director Remuneration | 106.18 | 122.28 |
| Contribution to ESI & PF | 46.06 | 51.13 |
| Leave Encashment | 4.82 | 14.87 |
| Gratuity | 23.05 | 23.46 |
| Staff Welfare & Other Benefits | 47.28 | 54.52 |
| Total | 1,997.04 | 2,349.60 |
| 26. FINANCE COSTS | | |
| Interest To Bank | | |
| On Term Loan | 4.15 | 2.51 |
| On Other Borrowings | 1,495.08 | 1,664.29 |
| Interest to Others | 492.34 | 424.89 |
| Preference Dividend | 16.00 | 19.29 |
| Others | 275.75 | 450.85 |
| Total | 2,283.32 | 2,561.83 |
| 27. OTHER EXPENSES | | |
| Consumable Expenses | 136.80 | 172.03 |
| Electricity Expenses | 474.55 | 559.56 |
| Power & Fuel | 101.84 | 81.82 |
| Job Work | 220.43 | 148.02 |
| Packing Material Consumed | 650.13 | 806.86 |
| Freight & Cartage Inward | 11.03 | 40.61 |
| Repair & Maintenance(Machine) | 48.33 | 99.31 |
| Testing , Inspection & Calibration Expenses | 11.68 | 41.27 |
| Auditor's Remuneration | 6.00 | 6.00 |
| Legal & Professional charges | 95.86 | 117.29 |
| Printing & Stationery | 7.37 | 11.77 |
| Rent | 62.75 | 74.31 |
| Electricity / Fuel Expenses | 11.86 | 14.96 |
| Advertisement, Publicity & Exhibition Expenses | 3.97 | 21.94 |
| Freight & Cartage Outward | 311.50 | 401.66 |
| Commission | 19.51 | 21.85 |
| Travelling & Conveyance | 22.05 | 51.47 |
| Repair & Maintenance | | |
| - Building | 0.85 | 6.21 |
| - Others | 60.09 | 92.83 |
| Communicatoin Expenses | 15.88 | 16.40 |
| Insurance | 11.62 | 16.31 |
| Vehicle Running & Maintenance | 13.64 | 20.46 |
| Loss on Sale of Fixed Assets | - | 19.97 |
| Sitting Fees | 3.60 | 1.80 |
| Bad Debts | 280.27 | - |
| Miscellaneous Expenses | 101.49 | 83.35 |
| Total | 2,704.03 | 2,928.13 |

Note 28: Significant accounting policies:

This note provides a list of the significant accounting policies adopted in preparation of these financial statements. These policies have been consistently applied to all the years presented unless otherwise stated.

The financial statements were approved for issue by Board of Directors on 30th June,2021.

a) Basis of preparation:**i. Compliance with Ind AS :**

These financial statements for the year ending 31st March, 2021 comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with rule 4 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the act.

ii. Historical cost convention:

The financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities and contingent consideration that are measured at fair value.
- Defined benefit obligations which are measured at fair value based on actuarial valuation.

b) Foreign currency transactions:**i. Functional and presentation currencies:**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in **INR** which is the functional and presentation currency for Cords Cable Industries Limited.

ii. Transactions and Balances:

Foreign currency transactions are translated into the functional currency at the exchange rates on the date of transaction. Foreign exchange gains and losses resulting from settlement of such transactions and from translation of monetary assets and liabilities at the year-end exchange rates are generally recognized in the profit and loss. They are deferred in equity if they relate to qualifying cash flow hedges.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the "Statement of Profit and Loss".

c) Revenue recognition:

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue is net of GST and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties.

The company recognizes revenue when the amount can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement

i. Sale of goods:

Timing of recognition: Sale of goods is recognized when substantial risks and rewards of ownership are passed to the customers, depending on individual terms, and are stated net of trade discounts, rebates, incentives, subsidy and GST.

Measurement of revenue: Accumulated experience is used to estimate and provide for discounts, rebates, incentives and subsidies. No element of financing is deemed present as the sales are made with credit terms, which is consistent with market practice.

d) Income recognition:

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

- ii. Dividends are recognized in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably.
- iii. Revenue from royalty income is recognized on accrual basis.

e) Government Grants:

Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the company will comply with all attached conditions.

Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and reduce from corresponding cost.

Income from export incentives such as premium on sale of import licenses, duty drawback etc. are recognized on accrual basis to the extent the ultimate realization is reasonably certain.

Government grants relating to the purchase of property, plant and equipment are included in 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 operating income.

f) Income Tax:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions which appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the Balance Sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset will be realized or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate 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 a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Minimum Alternative Tax (MAT) credit, which is equal to the excess of MAT (calculated in accordance with provisions of Section 115JB of the Income Tax Act, 1961) over normal income-tax is recognized as an item in deferred tax asset by crediting the Statement of Profit and Loss only when and to the extent there is convincing evidence that the Company will be able to avail the said credit against normal tax payable during the period of fifteen succeeding assessment years.

g) Property, plant and equipment:

All items of property, plant and equipment are stated at historical cost, less accumulated depreciation/amortization and impairments, if any. Historical cost includes taxes, duties, freight and other incidental expenses related to acquisition and installation. Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the management and are directly attributable to bringing the asset to its position, are also capitalized.

Subsequent costs are included in the asset's carrying amount or recognized 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. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on Property, Plant and Equipment is charged on straight line method on the basis of rates arrived at with reference to the useful life of the assets prescribed under Part C of Schedule II of the Companies Act, 2013. The estimated useful lives are as mentioned below:

| Type of Asset | Useful Lives (in years) |
|----------------------------------|-------------------------|
| Leasehold Land | 99 |
| Factory Buildings | 30 |
| Furniture & Fittings | 10 |
| Plant & Machinery | 15 |
| Office Equipment | 5 |
| Tools and Instruments | 15 |
| Generator | 15 |
| Computer | 3 |
| Computer-Server | 6 |
| Vehicle (Car) | 8 |
| Vehicle (Bike) | 10 |
| Right to Use Assets(Machineries) | 4 |

h) Depreciation and amortization

Depreciation is calculated using the Straight Line Method. Depreciation is calculated using the useful life given in Schedule II to the Companies Act, 2013.

Depreciation on additions / deletions during the year is provided from the day in which the asset is capitalized up to the day in which the asset is disposed off.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

i) Intangible Assets:

i. Intangible assets with finite useful life:

Intangible assets with finite useful life are stated at cost of acquisition, less accumulated depreciation/ amortization and impairment loss, if any. Cost includes taxes, duties and other incidental expenses related to acquisition and other incidental expenses.

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of respective intangible assets.

ii. Research and Development:

Capital expenditure on research and development is capitalized and depreciated as per accounting policy mentioned in para h and i above. Revenue expenditure is charged off in the year in which it is incurred.

j) Investment property:

Property (land or a building-or part of a building-or both) that is held for long term rental yields or for capital appreciation or both, rather than for:

- i. use in the production or supply of goods or services or for administrative purposes; or
- ii. Sale in the ordinary course of business.

is recognized as Investment Property in the books.

Investment property is measured initially at its cost, including related transaction costs and, where applicable, borrowing costs. Subsequent expenditure is capitalized to the assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item

can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

Depreciation is provided on all Investment Property on straight line basis, based on useful life of the assets determined in accordance with para "h" above.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

k) Lease:

The company has applied Ind AS 116 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17.

i. As a lessee

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

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

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

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using the effective interest method. It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the 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 re-measured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The company has elected not to recognize 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 recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Under Ind AS 17

In the comparative period, as a lessee the company classified leases that transfer substantially all of the risks and rewards of ownership as finance leases. When this was the case, the leased assets were measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Minimum lease payments were the payments over the lease term that the lessee was required to make, excluding any contingent rent.

Subsequently, the assets were accounted for in accordance with the accounting policy applicable to that asset.

Assets held under other leases were classified as operating leases and were not recognized in the company's statement of financial position. Payments made under operating leases were recognized in profit or loss on a straight-line basis over the term of the lease. Lease incentives received were recognized as an integral part of the total lease expense, over the term of the lease.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to the ownership of an asset to the Company. All other leases are classified as operating leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Land under perpetual lease for is accounted as finance lease which is recognized at upfront premium paid for the lease and the present value of the lease rent obligation. The corresponding liability is recognized as a finance lease obligation. Land under non-perpetual lease is treated as operating lease.

Operating lease payments for land are recognized as prepayments and amortised on a straight-line basis over the term of the lease. Contingent rentals, if any, arising under operating leases are recognized as an expense in the period in which they are incurred.

I) Investment and Other financial assets:

i. Classification:

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortized cost.
- Classification of debt assets will be driven by the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

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

ii. Measurement:

At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset.

- **Amortized Cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flow represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of

impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains/ (losses). Interest income from these financial assets is included in other income.

- **Fair value through profit or loss:** Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognized in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments

The company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognized in profit or loss as other income when the company's right to receive the dividend is established.

iii. Impairment of financial assets:

The Company assesses if there is any significant increase in credit risk pertaining to the assets and accordingly creates necessary provisions, wherever required.

iv. De-recognition of financial assets:

A financial asset is de-recognized only when

- The company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients or
- The contractual right to receive the cash flows of the financial assets expires.

Where the entity has transferred an asset, the company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

m) Derivatives and hedging activities:

Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Company designates certain derivatives as either:

- hedges of the fair value of recognized assets or liabilities or a firm commitment (fair value hedges)
- hedges of a particular risk associated with the cash flows of recognized assets and liabilities and highly probable forecast transactions (cash flow hedges).

The Company documents at the inception of the hedging transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Company also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions have been and will continue to be highly effective in offsetting changes in fair values or cash flows of hedged items.

Cash flow hedge reserve

The effective part of the changes in fair value of hedge instruments is recognized in other comprehensive income, while any ineffective part is recognized immediately in the statement of profit and loss.

n) Inventories:

Raw materials, packing materials, stores and spares are valued at lower of cost and net realizable value.

Work-in-progress, finished goods and stock-in-trade (traded goods) are valued at lower of cost and net realizable value.

By-products and unserviceable / damaged finished goods are valued at estimated net realizable value.

Cost of raw materials and traded goods comprises cost of purchases. Cost of work-in progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Cost is assigned on the basis of First In First Out. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

o) Trade Receivables:

Trade receivables are recognized initially at fair value and subsequently measured at cost less provision for impairment.

p) Trade and other payables:

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

q) Borrowings:

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using effective interest rate method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

r) Borrowing Cost

General and specific borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Other borrowing costs are expensed in the period in which they are incurred.

s) Employee Benefits:**i. 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 recognized in respect of employees' services upto the end of the reporting 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.

ii. Provident fund:

Provident fund contributions are made by the Company. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of the year.

iii. Gratuity:

Liabilities with regard to the gratuity benefits payable in future are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit method and contributed to Employees Gratuity Fund. Actuarial gains and losses arising from changes in actuarial assumptions are recognized in other comprehensive income and shall not be reclassified to the Statement of Profit and Loss in a subsequent period.

iv. Leave encashment / Compensated absences:

The Company provides for the encashment of leave with pay subject to certain rules. The employees are entitled to accumulate leave for future encashment/utilization. The liability is provided based on the number of days of unutilized leave at each Balance Sheet date on the basis of an independent actuarial valuation. Actuarial gains and losses arising from changes in actuarial assumptions are recognized in the 'Statement of Profit and Loss'.

t) Provisions and Contingent Liabilities:

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognize a contingent asset unless the recovery is virtually certain.

u) Cash and Cash Equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, 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 Overdraft and cash credits are not included in the cash & cash equivalent according to Ind AS 7 as there is no arrangement for positive and negative balance fluctuation in those accounts, they are basically the integral part of loans and credit management.

v) Impairment of assets:

Intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units).

Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

w) Earnings Per Share

- i. Basic earnings per share: Basic earnings per share is calculated by dividing:
 - the profit attributable to owners of the Company
 - by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.
- ii. Diluted earnings per share: Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:
 - the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
 - the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

x) Contributed Equity:

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

y) Foreign Currency

The functional currency of the company is Indian Rupee. These financial statements are presented in Indian Rupees.

The foreign currency transactions are recorded on initial recognition in the functional currency by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of transaction.

The foreign currency monetary items are translated using the closing rate at the end of each reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those which they were translated on initial recognition during the period or in previous financial statements are recognized in statement of profit and loss in the period in which they arise.

z) Dividend:

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

aa) Rounding off:

All amounts disclosed in the financial statement and notes have been rounded off to the nearest Lacs, unless otherwise stated.

Note 29: Critical Estimates and Judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The preparation of the financial statements in conformity with GAAP requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. These estimates and associated assumptions are based on historical experience and management's best knowledge of current events and actions the Company may take in future.

Information about critical estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities are included in the following notes:

- (a) Estimation of defined benefit obligations
- (b) Estimation of current tax expenses and payable
- (c) Estimation of provisions and contingencies

(a) Impairment of financial assets (including trade receivable)

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments, and are measured at amortized cost e.g., Loans, Debt Securities, Deposits and Trade Receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18. The Company follows 'Simplified Approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach recognizes impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. Trade receivables are recognized initially at fair value and subsequently measured at cost less provision for impairment. As a practical expedient the Company has adopted 'Simplified Approach' using the provision matrix method for recognition of expected loss on trade receivables. The provision matrix is based on three years rolling average default rates observed over the expected life of the trade receivables and is adjusted for forward-looking estimates. These average default rates are applied on total credit risk exposure on trade receivables and outstanding for more than one year at the reporting date to determine lifetime Expected Credit Losses. Company has a policy to recognize expected credit loss only if there is reasonable certainty of default from trade receivable. To be prudent in booking of expected credit loss, company recognize the expected credit loss when legal right to recover the debt expires which is normally after 3 years of raising sales invoice and that to on the basis of management expectation of recoverability.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

ECL impairment loss allowance (or reversal) recognized during the period is recognized under the head 'Other Expenses' in the statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

- i. **Financial assets measured as at amortized cost:** ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount.
- ii. **Debt instruments measured at FVTPL:** Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. The change in fair value is taken to the statement of Profit and Loss.
- iii. **Debt instruments measured at FVTOCI:** Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'Accumulated Impairment Amount' in the OCI. The Company does not have any Purchased or Originated Credit Impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

(b) Estimation of defined benefit obligations

The liabilities of the Company arising from employee benefit obligations and the related current service cost, are determined on an actuarial basis using various assumptions. Refer note 29 for significant assumptions used.

(c) Estimation of current tax expenses and payable

Taxes recognized in the financial statements reflect management's best estimate of the outcome based on the facts known at the balance sheet date. These facts include but are not limited to interpretation of tax laws of various jurisdictions where the company operates. Any difference between the estimates and final tax assessments will impact the income tax as well the resulting assets and liabilities.

(d) Estimation of provisions and contingencies

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated

and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past event whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgment is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision. Warranty provisions are determined based on the historical percentage of warranty expense to sales for the same types of goods for which the warranty is currently being determined. The same percentage to the sales is applied for the current accounting period to derive the warranty expense to be accrued. It is very unlikely that actual warranty claims will exactly match the historical warranty percentage, so such estimates are reviewed annually for any material changes in assumptions and likelihood of occurrence.

(e) Fair Value Measurement

The Company measures financial instruments at fair value at each balance sheet date.

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

- i. In the principal market for asset or liability, or
- ii. In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

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

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

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to fair value measurement as a whole) at the end of each reporting period. For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Other Fair Value related disclosures are given in the relevant notes.

Note 30: Notes on Accounts

A. Contingent Liability

a) Claims against Company not acknowledged as Debts:

Details of various show cause notices & cases against which the Company / Department is in appeal and against which no demand is deposited are given below:

| Name of the Statute | Nature of dues | Amount INR in Lakhs | Period to which the amount relates | Forum where dispute is pending |
|---|--|---------------------|------------------------------------|--|
| Central Excise Act, 1944 | Excise Duties & Services Tax | | | |
| | Service Tax | 33.75 | 2012-2014 | Case pending before the CESTAT, New Delhi |
| | Less: Already Deposit | (-)6.60 | | |
| Building and Other Construction Worker's Welfare CESS Act, 1996 | Building and Other Construction Worker's Welfare CESS Rule, 1998 | | 2010-2011 & 2012-2013 | Stay order granted by the HIGH COURT, Jaipur |
| | CESS Amount | 16.04 | | |
| | Add: Interest | 29.42 | | |
| | | 45.46 | | |
| | Less: Already Deposit | (-)16.04 | | |
| | Balance | 29.42 | | |

b) Other Contingent Liabilities

(Amount INR in Lakhs)

| Particulars | 2020-21 | 2019-20 |
|---|---------|---------|
| Guarantees issued by Bankers | 6642.30 | 9105.92 |
| In respect of Bill/LC negotiated factored from Banks/Factoring agency | 3423.36 | 2202.35 |
| Proposed Preference Dividend(including Tax thereon) | 16.00 | 19.29 |

c) Capital & Other Commitments

Estimated amounts of contracts remaining to be executed on capital account and not provided for (Net of Advances) Nil (P.Y. Rs. Nil).

B. Employee benefits

Defined benefit plan

The following table sets out the details of the defined benefits retirement plans and the amounts recognition in the financial statement:

I. Defined Contribution Plans

a. *Provident Fund*

b. *Employers' contribution to Employees' State Insurance*

During the year, the Company has recognized the following amounts in the Profit and Loss Account:

(Amount INR in Lakhs)

| Particulars | 2020-21 | 2019-20 |
|--|---------|---------|
| - Employers' Contribution to Provident Fund and Pension Scheme | 40.26 | 43.66 |
| - Employers' Contribution to Employees' State Insurance | 5.79 | 7.47 |

II. Defined Benefits Plans

Contribution to Gratuity Fund and Leave Encashment (Unfunded Scheme) in accordance with Ind AS 19, actuarial valuation was performed in respect of the aforesaid defined benefit plans based on the following assumptions:

(Amount INR in Lakhs)

| Financial Assumptions Used to Determine the Profit & Loss charge | Gratuity | | Leave Encashment | |
|--|----------------|----------------|------------------|----------------|
| | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| a) Discounting Rate | 7.05% | 6.75% | 7.05% | 6.75% |
| b) Salary Escalation Rate | 4.00% | 4.00% | 4.00% | 4.00% |
| c) Expected Rate of Return of Assets | 0.00% | 0.00% | 0.00% | 0.00% |
| Average Remaining Working Life(Years) | 17.90 | 18.51 | 17.90 | 18.51 |
| 1. Change in Defined Benefit Obligation | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| a) Defined Benefit obligation, beginning of period | 131.32 | 103.13 | 27.68 | 22.09 |
| b) Interest Cost on DBO | 8.86 | 7.99 | 1.87 | 1.71 |
| c) Net Current Service Cost | 14.18 | 15.47 | 5.07 | 5.24 |
| d) Actual Plan Participant's Contributions | - | - | - | - |
| e) Benefits Paid | -16.61 | -11.97 | -4.21 | -9.28 |
| f) Past Service Cost | - | - | - | - |
| g) Changes in Foreign Currency Exchanges Rates | - | - | - | - |
| h) Acquisition / Business Combination /Divestiture | - | - | - | - |
| i) Losses / (Gain)/ Loss on obligation | - | - | - | - |
| j) Actuarial (Gain)/Loss on obligation | -8.09 | 16.69 | -2.12 | 7.92 |
| k) Defined Benefit obligation, End of period | 129.66 | 131.31 | 28.29 | 27.68 |
| 2. Change in Fair Value of Plan Assets | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| a) Fair value of plant assets at the beginning | - | - | - | - |
| b) Expected return on plan assets | - | - | - | - |
| c) Employer contribution | - | - | - | - |
| d) Actual Plan Participants Contributions | - | - | - | - |
| e) Actual Taxes Paid | - | - | - | - |
| f) Actual Administration Expenses Paid | - | - | - | - |
| g) Changes in Foreign currency exchanges rates | - | - | - | - |
| h) Benefits paid | - | - | - | - |
| i) Acquisition / Business combination / Divestiture | - | - | - | - |
| j) Assets Extinguished on Curtailments / Settlements | - | - | - | - |
| k) Actuarial (Gain)/Loss on Asset | - | - | - | - |
| l) Fair value of plant assets at the End. | - | - | - | - |
| 3. Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| a) Service Cost | 14.18 | 15.47 | 5.07 | 5.24 |
| b) Net Interest Cost | 8.86 | 7.99 | 1.87 | 1.71 |
| c) Past Service Cost | - | - | - | - |
| d) Re-measurements | - | - | -2.12 | 7.92 |
| e) Administration Expenses | - | - | - | - |
| f) (Gain)/Loss due to settlements/ Curtailments / Terminations / Divestitures | - | - | - | - |

(Amount INR in Lakhs)

| | Gratuity | | Leave Encashment | |
|---|----------------|----------------|------------------|----------------|
| | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| g) Total Defined Benefit Cost/(Income) included in Profit & Loss | 23.04 | 23.46 | 4.82 | 14.87 |
| Total Defined Benefit Cost/(Income) included in OCI | -8.09 | 16.69 | - | - |
| 4. Analysis of amount recognized in other comprehensive (Income)/Loss at Period - end | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| a) Amount recognized in OCI, (Gain)/Loss Beginning of Period | 29.94 | 13.25 | - | - |
| b) Re-measurements Due to : | | | | |
| 1. Effect of Change in Financial Assumptions | -3.95 | 12.56 | -0.92 | 2.75 |
| 2. Effect of Change in Demographic assumptions | - | -0.07 | - | -0.02 |
| 3. Effect of Experience Adjustments | -4.15 | 4.20 | -1.20 | 5.19 |
| 4. (Gain)/ Loss Curtailments / Settlements | - | - | - | - |
| 5. Return on plan Assets (Excluding Interest) | - | - | - | - |
| 6. Changes in Asset Ceiling | - | - | - | - |
| c) Total Re-measurements Recognized in OCI (Gain)/Loss | -8.09 | 16.69 | - | - |
| d) Amount Recognized in OCI (Gain)/Loss, End of Period | 21.84 | 29.94 | - | - |
| e) Total Re-measurements Recognized in Profit & loss (Gain)/Loss | - | - | -2.12 | 7.92 |
| 5. Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income) | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| a) Amount recognized in P&L, End of Period | 23.04 | 23.46 | - | - |
| b) Amount recognized in OCI, End of Period | -8.09 | 16.69 | - | - |
| c) Total Net Defined Benefit Cost/(Income) Recognized at Period- End | 14.95 | 40.15 | - | - |
| 6. Reconciliation of Balance Sheet Amount | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| a) Balance sheet (Asset)/Liability, Beginning of Period | 131.32 | 103.13 | 27.68 | 22.09 |
| b) True-up | - | - | - | - |
| c) Total Charge/(Credit) Recognized in Profit and Loss | 23.04 | 23.46 | 4.82 | 14.87 |
| d) Total Re-measurements Recognized in OC (Income)/Loss | -8.09 | 16.69 | - | - |
| e) Acquisition / Business Combination / Divestiture | - | - | - | - |
| f) Employer Contribution | - | - | - | - |
| g) Benefits Paid | -16.61 | -11.97 | -4.21 | -9.28 |
| h) Other Events | - | - | - | - |
| i) Balance sheet (Asset)/Liability, End of Period | 129.66 | 131.31 | 28.29 | 27.68 |
| 7. Actual Return on Plan Assets | | | | |
| a) Expected return on Plan Assets | - | - | - | - |
| b) Re-measurement on Plan Assets | - | - | - | - |
| c) Actual Return on Plan Assets | - | - | - | - |
| 8. Change in the Unrecognized Asset due to the Asset Ceiling During the Period | | | | |
| a) Unrecognized Asset, Beginning of Period | - | - | - | - |
| b) Interest on Unrecognized Asset Recognized in P&L | - | - | - | - |
| c) Other changes in Unrecognized Asset due to the Asset Ceiling | - | - | - | - |
| d) Unrecognized Asset, End of Period | - | - | - | - |

(Amount INR in Lakhs)

| | Gratuity | | Leave Encashment | |
|--|---------------|---------------|------------------|--------------|
| | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| 9. The Major Categories of Plan Assets | | | | |
| a) Government of India Securities (Central and State) | - | - | - | - |
| b) High Quality corporate Bonds (Including Public Sector Bonds) | - | - | - | - |
| c) Equity Shares of listed Companies | - | - | - | - |
| d) Cash (Including Bank Balance, Special Deposit Scheme) | - | - | - | - |
| e) Funds Managed by Insurer | - | - | - | - |
| f) Others | - | - | - | - |
| Total | | | | |
| 10. Current/Non-Current Bifurcation | | | | |
| a) Current Liability | 3.93 | 9.19 | 1.87 | 3.01 |
| b) Non-Current Liability | 125.73 | 122.12 | 26.42 | 24.67 |
| c) Net Liability | 129.66 | 131.31 | 28.29 | 27.68 |

C. Financial Instruments by category

The Carrying value and fair value of financial Instruments by categories as at 31st March 2021

(Amount INR in Lakhs)

| Particulars | FVTPL | FVTOCI | Amortized Cost |
|--|-------|--------|----------------|
| Assets; | | | |
| Fixed Deposit being Margin Money with Bank | - | - | 1768.79 |
| Security Deposits | - | - | 172.97 |
| Trade Receivables | - | - | 10899.92 |
| Cash and Cash Equivalent | - | - | 66.12 |
| Investments | 40.25 | - | - |
| Liabilities: | | | |
| Non-Current Borrowing | - | - | 2236.69 |
| Current Borrowing | - | - | 6397.28 |
| Trade Payables | - | - | 5152.95 |

D. Related party disclosure

(Amount INR in Lakhs)

| Transactions | Key Management Personnel | | Relatives of Key Management Personnel | | Total | |
|------------------------------------|--------------------------|-----------|---------------------------------------|-----------|-----------|-----------|
| | (2020-21) | (2019-20) | (2020-21) | (2019-20) | (2020-21) | (2019-20) |
| - Remuneration | 126.12 | 145.97 | 30.52 | 36.20 | 156.64 | 182.17 |
| - Other Benefits | 1.60 | 1.60 | 2.98 | 2.98 | 4.58 | 4.58 |
| - Rent | - | - | 2.39 | 2.26 | 2.39 | 2.26 |
| Cords Digital Technologies Pvt Ltd | - | - | 5.36 | 1.44 | 5.36 | 1.44 |
| Stem Factory Solutions Pvt Ltd | - | - | 47.21 | 79.18 | 47.21 | 79.18 |
| - Preference Dividend paid | 16.00 | 16.00 | - | - | 16.00 | 16.00 |

Disclosure in respect of Related Parties as per Ind AS-24 'Related Parties Disclosures' as notified by Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules, 2016.

a) Name and Nature with related parties :

| | |
|--|---------------------------------------|
| i) Key Management Personnel | Nature of Relationship |
| Naveen Sawhney | Managing Director |
| Sanjeev Kumar | Whole Time Director |
| Sandeep Kumar | CFO |
| Garima Pant | Company Secretary |
| ii) Relatives of Key Management Personnel | Nature of Relationship |
| Varun Sawhney | Son of Mr. Naveen Sawhney |
| Gaurav Sawhney | Son of Mr. Naveen Sawhney |
| Adarsh Sawhney | Wife of Mr. Naveen Sawhney |
| Cords Digital Technologies Pvt Ltd | Varun Sawhney holding position as KMP |
| Stem Factory Solutions Pvt Ltd | Varun Sawhney holding position as KMP |

E. FOREIGN EXCHANGE EARNINGS & OUTGO: (Amount INR in Lakhs)

| Particulars | 2020-21 | 2019-20 |
|--|---------|---------|
| a) Earning in Foreign Currency | 1272.84 | 2613.62 |
| b) Expenditure in foreign Currency | | |
| - Machine and equipments (spare parts) & Others expenses | 1.15 | 25.90 |
| c) Value of Imports calculated on C.I.F. basis | | |
| - Raw Material | - | 2071.53 |

AUDITORS REMUNERATION*: (Amount INR in Lakhs)

| Particulars | 2020-21 | 2019-20 |
|----------------------|-------------|-------------|
| Statutory Audit Fees | 5.00 | 5.00 |
| Tax Audit Fees | 1.00 | 1.00 |
| Total | 6.00 | 6.00 |

* Excluding Taxes

G. Quantitative details of stocks: (Amount INR in Lakhs)

| S. No. | Raw Material | Opening Stock as on 01.04.2020 | | Closing Stock as on 31.03.2021 | |
|--------|--|--------------------------------|----------------|--------------------------------|----------------|
| | | Qty (Kg) | Amount | Qty (Kg) | Amount |
| A | Copper | 1,49,075.300 | 675.11 | 79,923.500 | 538.91 |
| B | PVC Compound | 5,41,140.550 | 363.73 | 4,32,175.050 | 341.59 |
| C | G.I.Wire | 3,79,837.100 | 213.92 | 4,02,229.100 | 250.92 |
| D | Alu./poly/cu/other Tapes | 91,921.131 | 189.75 | 84,814.303 | 177.72 |
| E | Aluminum Wire | 22,871.950 | 33.48 | 15,000.750 | 28.55 |
| F | Wires of Nickle Alloys | 4,987.965 | 77.59 | 4,022.235 | 66.54 |
| G | Master Batch/ LDME/HDPE/ XLPE Resin/Chemicals/Others | 74,969.055 | 115.74 | 62,068.245 | 87.57 |
| | TOTAL | 12,64,803.051 | 1669.32 | 10,80,233.183 | 1491.80 |

(Amount INR in Lakhs)

| Finished Goods | Opening Stock as on 01.04.2020 | | Closing Stock as on 31.03.2021 | |
|---------------------------------|-----------------------------------|---------|-----------------------------------|---------|
| Description | (Qty) Km | Value | (Qty) km | Value |
| Electric Wire & Cables and Core | 1509.758 | 1847.97 | 1220.810 | 1832.28 |

- H. (a) In respect of amounts as mentioned under 205C of the Companies Act, 2013 there were no dues required to be credited to the Investor Education and Protection Fund as at March 31, 2021.
- (b) CSR liability of Rs.Nil Lakhs (Paid during the year Rs 53.76 Lakhs)

I. BASIC AND DILUTED EARNINGS PER SHARE:

The basic earnings per equity share is computed by dividing the net profit attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity shares and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been actually issued at fair value.

Dilutive potential equity shares are deemed converted as of the beginning of the year, unless they have been issued at a later date. The number of equity shares and potential diluted equity shares are adjusted for stock split, bonus shares, Convertible Preference Shares, Share Warrants and the potential dilutive effect of Employee Stock Option Plan as appropriate.

Basic & Diluted Earnings per share of the company is as under:

| Particulars | 2020-21 | 2019-20 |
|--|----------|----------|
| Profit for the year (Amount in Lakhs) | 441.59 | 1054.27 |
| Profit after Tax attributable to equity shareholders (A) (Amount in Lakhs) | 441.59 | 1054.27 |
| Weighted Average No. of Share-Basic (B) | 12927780 | 12927780 |
| Add: Diluted Potential Equity Shares | - | - |
| Weighted Avg. No. of Equity Shares -Diluted (C) | 12927780 | 12927780 |
| Nominal Value per Share (Rs.) | 10 | 10 |
| Earnings per Share-Basic(Rs) (A / B) | 3.42 | 8.16 |
| Earnings per Share-Diluted(Rs) (A / C) | 3.42 | 8.16 |

J. DEFERRED TAX:

The deferred tax liability (Net) as at **31st March 2020** and **31st March 2021** comprises of the following:

(Amount INR in Lakhs)

| Particulars | Deferred Tax Asset/ (Liability) as at 01-04-2020 | Credit/(Charge/ Reversed) during 2020-21 | Deferred Tax asset/(Liability) as at 31-03-2021 |
|--|--|--|---|
| Temporary difference on Fixed Assets as per books and Tax base | (614.78) | 16.44 | (598.34) |
| Temporary difference on provision of Employee Benefits | 49.31 | 0.71 | 50.02 |
| Temporary difference on OCI | - | (2.04) | (2.04) |
| Total | (565.47) | 15.11 | (550.36) |

K. Fair Value Hierarchy:

This Section explains the judgements and estimates made in determining fair values of financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in financial statements. To provide an indication about reliability of inputs used in determining fair value, group has classified its financial instruments into three levels prescribed under accounting standard. An explanation of each level follows underneath the table:

(Amount INR in Lakhs)

| Financial assets and liabilities measured at fair value - recurring fair value measurements as at 31st March, 2021 | Note Reference | Level 1 | Level 2 | Level 3 | Total |
|--|----------------|---------|---------|---------|-------|
| Financial assets | | | | | |
| Investments at FVTPL | 5 | | | | |
| - Mutual Fund | | 27.05 | - | - | 27.05 |
| - ULIP | | 8.80 | - | - | 8.80 |
| - Others | | 4.40 | - | - | 4.40 |

| Financial assets and liabilities measured at fair value - recurring fair value measurements as at 31st March, 2020 | Note Reference | Level 1 | Level 2 | Level 3 | Total |
|--|----------------|---------|---------|---------|-------|
| Financial assets | | | | | |
| Investments at FVTPL | 5 | | | | |
| - Mutual Fund | | 23.68 | - | - | 23.68 |
| - ULIP | | 8.40 | - | - | 8.40 |
| - Others | | 4.34 | - | - | 4.34 |

Fair value of financial instruments as referred to in note above has been classified into three categories depending on inputs used in valuation technique. Hierarchy gives highest priority to quoted prices in active market for identical assets or liabilities (level 1 measurement) and lowest priority to unobservable inputs (level 3 measurements).

The categories used are as follows:

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

Level 2: The fair value of Financial Instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Company's policy is to recognize transfers into and transfer out of fair value hierarchy levels as at the end of the reporting period.

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place: New Delhi
Date : 30.06.2021

For and on behalf of the Board of Directors

Naveen Sawhney
Managing Director
DIN: 00893704

Sandeep Kumar
CFO
M.No.:093357

Sanjeev Kumar
Whole Time Director
DIN: 07178759

Garima Pant
Company Secretary
M.No.:ACS 28170

Notes

Notes

Notes



Cords Cable Industries Limited

Corporate Office : 94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area, Phase-III, Old Ishwar Nagar, New Delhi-110020