KAISER
CORPORATION LIMITED
Timmy Arcade, Unit No. 406, Makwana Road,
Marol, Andheri (East), Mumbai-400 059
T: 22 29252050, +91 8169376816 F: 22 22075572
E: kaiserpressltd@gmail.com
kaiserpress@rediffmail.com
W: www.kaiserpress.com
CIN: L22210MH1993PLC074035

The Executive Director
Listing Department
Department of Corporate Services
The Stock Exchange Mumbai
P J Towers, Dalal Street
Mumbai 400023

KCL/178/2019-20
September 11, 2019

Dear Sir/Madam

Ref: Company Code: 531780

Sub: 26th Annual Report in PDF format

As per Regulation 34(1) of SEBI Listing Regulations 2015 enclosed herewith the Annual Report of the company for the financial year 2018-19.

Kindly take it on records accordingly.

Thanking you

Sincerely

Bhushanlal Arora
Managing Director

KAISER
CORPORATION LIMITED

Twenty Sixth Annual Report
2018-2019

BOARD OF DIRECTORS

Bhushanlal Arora

Anagha Korde

Rohinton Daroga

Rajendra R. Vaze

COMPANY SECRETARY

Umesh Deshmukh

CHIEF FINANCIAL OFFICER

Lyla Mehta

AUDITORS

SURESH SURANA & ASSOCIATES LLP
308-309, A Wing,Technopolis Knowledge Park,
Mahakali Caves Road, Andheri (E),
Mumbai - 400093. India

SECRETARIAL AUDITOR

CS. G.S.JAMBEKAR
401, Om Malayagiri Chs Ltd.,
Sant Dnyaneshwar Marg,
Near Shrikrishna Nagar, Borivali (E),
Mumbai – 400 066.

BANKERS

Bank of India
HDFC Bank
State Bank of India

REGISTERED OFFICE

Timmy Arcade,
Unit No. 406,
Makwana Road,
Marol, Andheri (East),
Mumbai - 400059
website: www.kaiserpress.com
CIN: L22210MH1993PLC074035

TWENTY SIXTH ANNUAL REPORT

2018-19

NOTICE

Notice is hereby given that the TWENTY SIXTH ANNUAL GENERAL MEETING of the members of KAISER CORPORATION LIMITED will be held on Monday 30th September 2019 at 11.00 a.m. at K. K. (Navsari) Chambers, 39B, A. K. Nayak Marg, Fort, Mumbai 400 001, to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the company for the financial year ended 31st March, 2019 together with the reports of the Board of Directors and the Auditors thereon ; and

   To receive, consider and adopt the Audited Consolidated Statements of the company for the Financial year ended 31st March, 2019 together with the reports of the Auditors thereon; and

2. Re-appointment of Mr. Bhushanlal Arora as the Executive Director of the Company.

   "RESOLVED THAT pursuant to provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 to appoint a Director in place of Mr. Bhushanlal Arora (DIN No. 00416032) who retires by rotation & being eligible offers himself for re-appointment ".

3. Appointment of the Auditors.

   To consider and if thought fit, to pass with or without modifications, if any the following as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions if any of The Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014, M/S. Suresh Surana & Associates LLP Chartered Accountants (Firm Registration No. 121750W/W100010) be and is hereby appointed as the Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting for one year that is until the conclusion of the next Annual General Meeting of the Company that will be held in 2020, on such remuneration as shall be fixed by the Board of Directors."

By order of the Board
For KAISER CORPORATION LIMITED

Bhushanlal Arora
Managing Director

Place: Mumbai
Date: 30th May 2019

REGISTERED OFFICE:

Timmy Arcade, Unit No. 406,
Makwana Road, Marol,
Andheri (E), Mumbai-400 059

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 26th ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, VOTE INSTEAD OF HIMSELF HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

   Proxies submitted on behalf of companies, societies, etc. must be supported by an appropriate resolution/authority, as applicable. A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the Company, provided that such person shall not act as a proxy for any other person or shareholder.

   Every member entitled to vote at the 26th Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than 3 (three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company.

2. The Register of Members and Share Transfer Books of the Company shall remain closed from 21st September 2019 to 30th September, 2019 (both days inclusive).

3. The members/proxies should bring their attendance slips sent herewith, duly filled in for attending the meeting.

4. Entry in the meeting hall shall be strictly restricted to the members/valid proxies only carrying the attendance slip.

5. The members are requested to notify any change in their registered address/residential status immediately to the Registrars M/S. Purva Sharegistry (India) Pvt. Limited, Unit No. 9, Shiv Shakti Indl. Estate, J.R. Boricha Marg, Near Lodha Excelus, Lower Parel (E), Mumbai- 400 011. In case of Dematerialized shares, the aforesaid information should be given to the depository participant with whom the member has an account.

6. Members may note that The Companies Act, 2013 and Rules there under, allow the Company to send notices and documents, including Annual Report to the shareholders through electronic mode to the registered e-mail addresses of shareholders.

6.1. Keeping in view the green initiative taken by the MCA and to save the cost involved in printing and dispatch, we propose to send all future communications including all the notices of General Meetings, Financial Statements and Postal Ballot Notices etc. of the Company, in electronic mode.

6.2. In order to facilitate the same, we request you to furnish your consent with e-mail ID quoting your folio number to our Registrar & Share Transfer Agents M/S. Purva Sharegistry (India) Pvt. Limited.

6.3 In case of any changes in your email address, the same may be communicated immediately.

6.4 In case you are holding shares in electronic form, please update your e-mail ID with your depository participant.

6.5 Please note that as a member of the Company, you will always be entitled to receive all communications in, Physical form, upon request.

7. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 A.M. to 5:00 P.M.) on all working days except Saturdays, Sundays and Holidays, up to and including the date of the Annual General Meeting of the Company.

8. In compliance with the provisions of Section 108 of the Companies Act, 2013, the Rules framed there under and as per the Listing Agreement the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all resolutions set forth in this Notice. All shareholders holding shares as on 21st September, 2019 (end of the day) being the cut-off date [i.e. record date for the purpose of Rule 20(3)(vii) of the Companies (Management and Administration) Rules, 2014] fixed for determining voting rights of members will be entitled to participate in e-voting process.

9. Members who do not have access to e-voting facility may send duly completed Ballot form (attached with this notice) so as to reach the scrutinizer Mr. G S Jambekar FCS 1569, CP 3735, the Practicing Company Secretary C/O Purva Sharegistry, 9 Shiv Shakti Ind. Estate, J R Boricha Marg, Near Lodha Excelus, Lower Parel (East), Mumbai 400011 not later than 28th September, 2019. Ballot forms received after this date will be treated as invalid.

10. Members can opt for only one mode of voting. i.e. either by Ballot Form or e –voting. In case members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through the Ballot form shall be treated as invalid. The members who have cast their votes by remote E voting prior to the meeting can also attend the meeting but shall not be entitled to cast their votes.

11. The Board, vide its Resolution passed on 30th May, 2019, has appointed Mr. G S Jamberkar, Practicing Company Secretary (Membership No. FCS 1569, CP 3735) as Scrutinizer for conducting the remote e-voting and Ballot form process in accordance with the law and in a fair and transparent manner.

12. Members may contact Mr. Umesh Deshmukh the Company Secretary of the Company for any grievances connected with electronic means at the registered office of the Company i.e. at Timmy Arcade, Unit No. 406, Makwana Road, Marol, Andheri (E), and Mumbai-400 059.

13. The Scrutinizer shall, after the conclusion of the voting at the General Meeting, first count the votes cast at the meeting and then unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make not later than two days of the conclusion of the AGM, a consolidated Scrutinizer’s report of the total votes cast in favour or against, if any, to the chairman of Company/Meeting in writing, who shall countersign the same and declare the results of the voting forthwith. The results declared with the Scrutinizer’s report shall be placed on the website of the Company and will be forwarded to the BSE Limited.

PROCESS AND MANNER FOR MEMBERS OPTING FOR E- VOTING

The instructions for members for voting electronically are as under:-

(i) The voting period begins on **9.00 a.m. on Friday, 27th September, 2019 and ends on 5.00 p.m. on Sunday the 29th September, 2019.** During this period shareholders' of the Company, holding shares either in physical formor in dematerialized form, as on the cut-off date (record date) of 21st September, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) **The shareholders should log on to the e-voting website www.evotingindia.com during the voting period**

(iii) **Click on "Shareholders" tab.**

(iv) **Now, select the "Kaiser Corporation Limited " from the drop down menu and click on "SUBMIT"**

(v) **Now Enter your User ID**

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the Image Verification code/Captcha code as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and cast your vote earlier for EVSN of any Company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in their PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account maintained with the DP of CDSL or with the company records for the said demat account or folio in dd/mm/yyyy format.

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) **Click on the EVSN for the relevant Kaiser Corporation Limited on which you choose to vote.**

(xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

(xviii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Note for Institutional Shareholders

- Institutional shareholders (i.e. other than Individuals, HUF, and NRI etc.) are required to log on to https://www.evotingindia.co.in and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the frequently asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com

Other Instructions:

1. The e-voting period commences only at **9.00 a.m. on Friday 27th September, 2019 and ends on 5.00 p.m. on Sunday the 29th September, 2019.** During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on 21st September, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

2. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date 21st September, 2019.

3. Mr. G S Jambekar Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

4. The Scrutinizer shall, within a period not exceeding two working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairperson of the Company.

5. Members who do not have access to e-voting facility may send duly completed Ballot Form (Attached to this notice) so as to reach the Scrutinizer, Mr. G S Jambekar, Practicing Company Secretary, C/O Purva Sharegistry (India) Pvt. Ltd., 9 Shiv Shakti Ind. Estate, J R Boricha Marg, Near Lodha Excelus, Lower Parel (E), Mumbai 400011 not later than 28th September, 2019. Ballot Form received after this date will be treated as invalid.

6. In case of any queries, you may refer the frequently asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the "downloads" section of www.evoting.com or write an email to helpdesk.evoting@cdslindia.com

7. A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

By order of the Board
For KAISER CORPORATION LIMITED

Bhushanlal Arora
Managing Director

Place: Mumbai
Date: 30th May 2019

REGISTERED OFFICE:

Timmy Arcade, Unit No. 406,
Makwana Road, Marol,
Andheri (E), Mumbai-400 059

Details of the Directors seeking Appointment/Reappointment at the Annual General Meeting as per the Listing Agreement

NAME	Mr. Bhushanlal Arora
Date of Birth	05/11/1953
Date of Appointment	20/09/1993
Qualification	B.Com Inter CA
Brief Profile	Mr. Bhushanlal Arora, Managing Director, Aged 65, is a Graduate in Commerce and has qualified C.A. Intermediate in 1976. He has worked as a Financial Manager of Parsiana Publications Pvt Ltd during 1983-1993. He has been associated with printing industry for more than 36 years.
Directorship held in other companies	Kaiser - E - Hind Pvt Ltd, Kaiser Arts pvt Ltd, Parsiana Publications Pvt.Ltd , Parsiana Media Pvt Ltd and Cyla Consultants Pvt Ltd.
Membership of committees across companies	Nil
Shares held	Nil
Relationship Between the Directors	There is no relation ship with other Directors.

DIRECTOR'S REPORT

To
The Members
Kaiser Corporation Limited
Mumbai.

Your Directors are pleased to present the Twenty Sixth Annual Report of your Company with the Audited Accounts for the year ended March 31, 2019.

FINANCIAL RESULTS **(Amount in Lakhs)**

Particulars	31 March 2019	31 March 2018
Sales Income	2158.08	1608.83
Other income	13.07	21.15
Total Income	2171.15	1629.98
Expenditure	-	1668.12
Finance costs	57.06	41.75
Depreciation and amortization expenses	32.54	36.08
Profit before non-controlling interests/share in net profit /(loss) of associate	(112.95)	(115.97)
Share of profit /(loss) of associate	(0.21)	1.05
Profit /(loss) before tax	112.74	(114.91)
Current tax	(23.40)	(0.40)
Current tax (MAT)	(0.41)	(0.35)
MAT credit entitlement	0.41	0.35
Deferred tax charge	(0.02)	(0.24)
Tax adjustment of earlier years	0.89	(2.38)
Profit /(loss) after tax [A]	90.21	(117.93)
Other comprehensive income / (loss) for the year, net of tax (B)	(0.41)	4.07
Total comprehensive income /(loss) for the year (A + B)	89.80	(113.86)
Total comprehensive income / (loss) attributable to:		
Owners of the Parent	49.40	(61.93)
Non-controlling interests	40.40	(51.93)
Of the Total Comprehensive income / (loss) included above, Profit / (loss) for the year attributable to :		
Owners of the Parent	49.68	(64.13)
Non-controlling interests	40.53	(53.80)
Of the Total Comprehensive income /(loss) included above, Other comprehensive income / (loss) attributable to:		
Owners of the Parent	(0.28)	2.20
Non-controlling interests	(0.13)	1.87
Earnings per equity share:		
Basic and diluted (in Rs.)	0.17	(0.22)

Consolidated:

Your Company's consolidated total income was to the tune of Rs.2171.15 lakhs compared to the consolidated income of Rs.1,629.98 lakhs for the year and the net profit of Rs. 112.74 lakhs compared to the net loss of Rs. (114.92)lakhs for the previous year. The Turnover and the profitability of the company has been increased as compared to the previous year; however your Directors confident to further increase the turnover and the profitability and are sure that the company will be able to show further better results in the current year.

Standalone:

The standalone total income was to the tune of Rs.68.02 lakhs compared to the stand alone income of Rs.68.18 lakhs for the previous year which has been reduced marginally.

Your company with its subsidiary is presently in the business of Compounding for Trunkey project management, engineering services and printing of labels, packaging materials, Magazines and articles of stationery, however its printing business is not presently giving any proper results and hence your Directors are seriously looking after other lucrative business activities which may provide a proper platform to your Company to expand globally and on a large scale.

DIVIDEND:

Your Directors do not recommend any dividend for the year ended March 31 2019.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

The particulars required to be stated as per the provisions of Section134(3)(m) of The Companies Act, 2013 relating to conservation of energy and technology absorption do not apply to your Company.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange Earnings: Export of Goods-Rs. -Nil

Foreign Exchange Out go: –Rs. - Nil

DEPOSITORY SYSTEM:

Details of the Depository System are given in the section 'Additional Information' which forms a part of the Corporate Governance Report and is attached with the Annual Accounts.

DIRECTORS:

As per the provisions of Section 152 of The Companies Act 2013 Mr. Bhushanlal Arora retires by rotation and being eligible for appointment offers himself for re- appointment.

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

Pursuant to the provisions of the Act, the Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure effectiveness of Board process, participation in the long-term strategic planning, information, functioning etc.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee members on the basis of the criteria such as the composition of committees, effectiveness of Committee meetings, etc.

The Board reviewed the performance of the Individual Directors on the basis of the criteria such as the contribution of the Individual Director to the Board and committee meetings, preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role by other Board members.

A separate meeting of Independent Directors was convened on 29th May, 2018 to discuss the following aspects:

i. Review the performance of Non-Independent Directors and the Board as a whole;
ii. Review the performance of the Chairperson of the Company, taking in to account the views of Executive and Non-Executive Directors;

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

All Independent Directors were present at the Meeting and discussed the above and expressed their satisfaction.

TRAINING AND HUMAN RESOURCE MANAGEMENT:

Morale of our professionals continued to be high. The Company continues to put concerted efforts in recruiting quality people. Development and training programs are undertaken were key focus is being given to are as being employee development, growth and satisfaction along with employee relations during the year. The relationship between management and employees continues to be one of mutual respect, appreciation and cordial.

AUDITORS:

The Auditors M/s. Suresh Surana & Associates LLP Mumbai Chartered Accountants (ICAI Registration No: 121750W/W-100010) hold the office until from the conclusion of the ensuing Annual General Meeting and they are eligible for re-appointment as the Auditors of the company. Members are requested to Consider their re-appointment and do fix their remuneration for the year ended 31 March 2020.

The Company has received a confirmation from M/S. Suresh Surana & Associates LLP to the effect that their appointment, if made, will comply with the eligibility criteria in terms of Section 141 (3) of The Companies Act, 2013.

SECRETARIAL AUDIT:

In terms of Section 204 of the Act and Rules made there under, Mr. G S Jambekar, Practicing Company Secretary, have been appointed as Secretarial Auditors of the Company. There port of the Secretarial Auditors is annexed as Annexure I to this Report. The report is self-explanatory and does not call for any further comments.

DETAILS OF SIGNIFICANT MATERIAL ORDERS:

No significant and material orders were passed by the regulators or the courts or tribunals that may have an impact on the going concern status and Company's operations in foreseeable future.

EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) of the Act and rule 12 (1) of the Companies (Management and Administration) Rules, 2014, extract of annual return in Form MGT 9 is annexed as Annexure III to this Report.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Based on the frame work of internal financial controls and compliance systems established and maintained by the Company, work performed by the Internal, Statutory, and Secretarial Auditors and External consultant(s) 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 2018-19.
Accordingly, pursuant to Section134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

(a) In the preparation of the annual accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

(b) they have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and pruden so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year;

(c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) they have prepared the annual accounts on a"going concern basis";

(e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

During the year the company has not given any new loans and any investments and has not provided any Guarantees except those which are already mentioned in the audited accounts of the company.

SUBSIDIARY COMPANY AND CONSOLIDATED FINANCIAL STATEMENTS:

The company had only one Subsidiary as on 31 March 2019.

The consolidated financial statements of the company and its subsidiary is prepared in accordance with the accounting standards issued by the Institute of Chartered Accountants of India, form part of the Annual Report and are reflected in the consolidated financial statements of the company.

Pursuant to the provisions of Section 136 of the Act, the financial statements of the company consolidated financial statements along with relevant documents and separate audited accounts in respect of its Subsidiary is available on the website of the company.

The annual accounts of its Subsidiary and related detailed information will be kept at the registered office of the company, as also at the registered offices of the respective subsidiary company and will be available to Investors seeking information at any time.

A report on the performance and financial position of the subsidiary in AOC-1 is annexed to the report under Rule 8 of The Companies (Accounts) Rules 2014 as per annexure II.

BOARD MEETINGS AND COMMITTEE MEETINGS:

1. Eight (8) Board meetings were held during the year. The details of the Board meetings and the attendance of the Directors are provided in the Corporate Governance Report.

2. Four (4) Audit Committee meetings were held during the year. The details of the Audit Committee meetings and the attendance of the Directors are provided in the Corporate Governance Report.

RELATED PARTY TRANSACTIONS:

All related party transactions entered in to during the financial year were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the Listing Agreement. The details of the transactions with related parties are provided in the accompanying financial statements.

There were no materially significant related party transactions made by the Company during the year that would have required members approval under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements), 2015. The policy on materiality of related party transactions and dealing with related party transactions has been already approved by the Board.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Company has adopted a Whistle blower Policy, to provide a formal mechanism to the Directors, employees and its stake holders to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conductor Ethics Policy. The policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee.

MANAGEMENT DISCUSSION AND ANALYSIS AND REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE:

Pursuant to SEBI (Listing Obligations and Disclosure Requirements), 2015 the Management Discussion and Analysis and the Corporate Governance Report, is presented in a separate section forming part of the Annual Report.

DECLARATION BY INDEPENDENT DIRECTORS:

The company has received necessary declaration from each of the Independent Directors, under Section149 (7) of The Companies Act, 2013 and that he / she meets the criteria of Independence laid down in Section 149 (6) of The Companies Act, 2013 and as per (Listing Obligations and Disclosure Requirement) Regulation 2015.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of women at Workplace (Prevention, prohibition and Redressal) Act, 2013.

All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaints pertaining to sexual harassment were received during F.Y. 2018-19.

ACKNOWLEDGMENTS:

The Company would like to acknowledge all its stakeholders, Bank of India, SBI and HDFC Bank and its customers, key partners for their support and all its employees for their dedication and hard work.

The Directors appreciate the continued guidance received from various Regulatory Authorities including RBI, SEBI, Ministry of Corporate Affairs, The Registrar of Companies, The Stock Exchange, Mumbai, Income Tax, Sales Tax and Goods & Service Tax Authorities.

On Behalf of the Board of Directors

Bhushanlal Arora
Chairman

Place: Mumbai
Date: 30th May 2019

Thus, disclosure in form AOC-1 in terms of Section 129 of the Companies Act, 2013 is annexed

Form AOC-1

(Pursuant to first Proviso to Sub Section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules 2014)

Statement containing salient features of the financial statement of subsidiary company

PART A **(AMT IN LAKHS)**

Sr. No.	Particulars		Details
1.	Name of the subsidiary	:	Xicon International Limited
2.	Reporting period of the subsidiary	:	01.04.2018 to 31.03.2019
	Concerned if different from holding Company's reporting period	:	01.04.2018 to 31.03.2019
3.	Share capital	:	309.16
4.	Reserves & Surplus	:	335.78
5.	Total Assets	:	2,306.17
6.	Total Liabilities	:	1,661.23
7.	Investments	:	24.84
8.	Turnover	:	2,092.21
9.	Profits before Taxation	:	113.27
10.	Provision for Taxation	:	(22.51)
11.	Profit after Taxation	:	90.76
12.	Proposed Dividend	:	-
13.	% of shareholding	:	55.25%

CS. G.S.JAMBEKAR
COMPANY SECRETARY
B.A. LL.M. FCS. DLP. DFM. MIMA

401, Om Malayagiri Chs Ltd., Sant Dnyaneshwar Marg, Near Shrikrishna Nagar, Borivali (E), Mumbai – 400 066.
Ph: (91)–22–2897 2948. E-mail : gs.jambekar@gmail.com.

FORM NO. MR-3
Secretarial Audit Report
for the financial year ended 31st March, 2019
[Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Kaiser Corporation Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kaiser Corporation 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, the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019, 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 made available to us and maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of :

(i) The Companies Act, 2013 ('the Act') and the rules made there under;

(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;

During the year under review no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings were made.

(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, 1992;

(c) 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;

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

The Company did not make any issue of capital during the year under review.

(e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

The Company has not issued Stock Options during the Audit period.

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; No debt securities have been issued during the Audit period.

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; No delisting application has been made by the Company during the Audit period.

AND

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

No Buyback of shares has been done by the Company during the Audit period.

Other laws applicable specifically to the Company:

a) The Employees Provident Fund Act, (Voluntarily accepted),
b) The Maharashtra Profession and Callings Act,
c) Maharashtra VATS Act,
d) The Central Sales Tax Act.
e) Goods and Services Tax. (GST) Act, 2016.I
f) Income Tax Act, 1961
g) Maharashtra Labour Welfare Act.
h) Bombay Shops & Establishment Act.
i) The Employees State Insurance Act. (Voluntarily accepted).
j) The Payment of Bonus Act.

We have examined and verified the compliance of the above laws.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreement/Regulations entered into by the Company with Stock Exchange(s) Bombay.

The Company is not engaged in any manufacturing process and has no factory and therefore, the acts such as Factories Act, Industrial Disputes Act, Workmen's Compensation Act, Trade Unions Act, Employees Standing Orders Act, Child Labour (Prohibition and Regulation) Act, 1986 and other labour laws and Acts are not applicable.

In view of total number of employees being below 10 the following Acts are not applicable:

I) Payment of Gratuity Act 1972 ii) Maternity Benefit Act, iii) Minimum Wages Act.-1948 iv) Payment of Wages Act, 1936.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above subject to the following observations:

There are no non compliances / observations / audit qualification, reservation or adverse remarks in respect of the above report.

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. No changes in the composition of the Board of Directors took place during the period under review.

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 Committee of Directors 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. This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

We further report that during the audit period the company has not;

(i) Issued any Public/Rights/Preferential issue of shares/ debentures/ equity etc.

(ii) Done any redemption / buy-back of securities.

(iii) No major decisions have been taken by the members in pursuance to section 180 of the Companies Act, 2013 .

(iv) No decision as to any Merger / Amalgamation / Reconstruction etc. was taken;

(v) No decision for any foreign technical collaboration was taken.

Place : Mumbai
Date : 30/05/2019

For CS. G. S. Jambekar
Company Secretaries.

G. S. Jambekar
FCS: 1569 CP: 3735.

CS. G.S.JAMBEKAR
COMPANY SECRETARY
B.A. LL.M. FCS. DLP. DFM. MIMA

401, Om Malayagiri Chs Ltd., Sant Dnyaneshwar Marg, Near Shrikrishna Nagar, Borivali (E), Mumbai – 400 066.
Ph: (91)–22–2897 2948. E-mail : gs.jambekar@gmail.com.

ANNEXURE 'A'

To,

The Members,
Kaiser Corporation Limited

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

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

Place : Mumbai
Date : 30/05/2019

For CS. G. S. Jambekar
Company Secretaries.

G. S. Jambekar
FCS: 1569 CP: 3735.

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2019
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I **REGISTRATION & OTHER DETAILS:**

i	CIN	L22210MH1993PLC074035
ii	Registration Date	20/09/1993
iii	Name of the Company	Kaiser Corporation Limited
iv	Category/Sub-category of the Company	Company limited by shares/Indian Non-Government Company
v	Address of the Registered office & contact details	Timmy Arcade, Unit No 406, 4th Floor, Makwana Road, Marol, Andheri East, Mumbai-400059.
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Purva Sharegistry(India)Pvt.Ltd Unit No. 9, Shiv Shakti Indl. Estate, J.R. Boricha Marg, Near Lodha Excelus, Lower Parel (E), Mumbai- 400 011.

II **PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Infrastructure Projects		96.95

III **PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES**

SL No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	XICON INTERNATIONAL LIMITED UNIT NO. 5, 283-287, SOLARIS-I, OPP. L & T GATE NO 7, SAKI VIHAR ROAD, ANDHERI (EAST), MUMBAI-400072.	U74220MH1986PLC041639	SUBSIDIARY	55.25%	2(87)

IV **SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)**

Category of Shareholders	No. of Shares held at the beginning of the year 01/04/2018				No. of Shares held at the end of the year 31/03/2019				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	0	0	0	0	0	0	0	0	0.00
a) Individual/HUF	62020	0	62020	0.12	62020	0	62020	0.12	0.00
b) Central Govt.or State Govt.	0	0	0	0	0	0	0	0	0.00
c) Bodies Corporates	29151530	0	29151530	55.4	29151530	0	29151530	55.40	0.00
d) Bank/FI	0	0	0	0	0	0	0	0	0.00
e) Any other 1) Directors 2)Dierctors Realtive	0	0	0	0	0	0	0	0	0.00
SUB TOTAL:(A) (1)	29213550	0	29213550	55.52	29213550	0	29213550	55.52	0.00
(2) Foreign									
a) NRI- Individuals	0	0	0	0	0	0	0	0	0.00
b) Other Individuals	0	0	0	0	0	0	0	0	0.00
c) Bodies Corp.	0	2105020	2105020	4.00	2105020	0	2105020	4.00	0.00
d) Banks/FI	0	0	0	0	0	0	0	0	0.00
e) Any other…	0	0	0	0	0	0	0	0	0.00
SUB TOTAL (A) (2)	0	2105020	2105020	4.00	2105020	0	2105020	4.00	0.00
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	29213550	2105020	31318570	59.52	31318570	0	31318570	59.52	0.00
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0.00
b) Banks/FI	0	0	0	0	0	0	0	0	0.00
C) Cenntral govt	0	0	0	0	0	0	0	0	0.00
d) State Govt.	0	0	0	0	0	0	0	0	0.00
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0.00
f) Insurance Companies	0	0	0	0	0	0	0	0	0.00
g) FIIS	0	0	0	0	0	0	0	0	0.00
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
i) Others (specify)	0	0	0	0	0	0	0	0	0.00
SUB TOTAL (B)(1):	0	0	0	0	0	0	0	0	0.00
a) Bodies corporates									
i) Indian	17796464	0	17796464	33.82	17795964	0	17795964	33.82	0.00
ii) Overseas	0	0	0	0	0	0	0	0	0.00
b) Individuals	0	0	0	0	0	0	0	0	0.00
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	1761388	1477040	3238428	6.15	1797788	1441040	3238828	6.15	0.00
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	250000	250000	0.48	0	250000	250000	0.48	0.00
(c) Others (specify)									
* NRI (Non Repeat)	480	0	480	0.00	480	0	480	0.00	0.00
*N.R.I (Repeat)	0	0	0	0.00	0	0	0	0.00	0.00
* Foreign Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
*Trust	0	0	0	0.00	0	0	0	0.00	0.00
* Hind Undivided Family	7528	0	7528	0.01	17078	0	17078	0.03	0.02
*Employee	0	0	0	0	0	0	0	0.00	0.00
*Market Makers	0	0	0	0	0	0	0	0.00	0.00
*Clearing Members	9550	0	9550	0.02	100	0	100	0.00	-0.02
*Depository Receipts	0	0	0	0	0	0	0	0.00	0.00
*Other Directors & Relatives	0	0	0	0	0	0	0	0.00	0.00
SUB TOTAL (B)(2):	19575410	1727040	21302450	40.48	19611410	1691040	21302450	40.48	0.00
Total Public Shareholding (B)= (B)(1)+(B)(2)	19575410	1727040	21302450	40.48	19611410	1691040	21302450	40.48	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0.00
Grand Total (A+B+C)	48788960	3832060	52621020	100	50929980	1691040	52621020	100	0.00
Others	0	0		0	0	0	0	0	0.00

B. SHAREHOLDING OF PROMOTERS

Sl No	Shareholders Name	Shareholding at the begginning of the year 01.04.2018			Shareholding at the end of the year 31/03/2019			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	PASK Holdings Limited	7865000	14.95	0.00	7865000	14.95	0.00	0.00
2	AMAV Enterprises Limited	7700000	14.63	0.00	7700000	14.63	0.00	0.00
3	PRIT-Hi-Power Private Limited	5871000	11.16	0.00	5871000	11.16	0.00	0.00
4	H L Rochat Engineering Pvt Ltd	5353530	10.17	0.00	5353530	10.17	0.00	0.00
5	Parsianan Publications Pvt Ltd	2362000	4.49	0.00	2362000	4.49	0.00	0.00
6	Veera Jehangir Patel	30010	0.06	0.00	30010	0.06	0.00	0.00
7	Jehangir R Patel	29010	0.06	0.00	29010	0.06	0.00	0.00
8	Lyla Jamsheed Mehta	3000	0.01	0.00	3000	0.01	0.00	0.00
9	Oxcamb Investments Limited	2105020	4.00	0.00	2105020	4.00	0.00	0.00
	Total	31318570	59.53	0.00	31318570	59.53	0.00	0.00

C. CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl. No.		ShareHolding at the beginning of the year 01.04.2018		Cumulative Share holding during the year 31/3/2019		
		No. of Shares	% of total shares of the company	No. of Shares	% change in share holding during the year	Type
1	PASK Holdings Ltd	7,865,000	14.95			
	31/03/2019			7,865,000	0	
2	AMAV Enterprises Limited	7,700,000	14.63			
	31/03/2019			7,700,000	0	
3	PRIT-Hi-Power Private Limited	5,871,000	11.16			
	31/03/2019			5,871,000	0	
4	H L Rochat Engineering Pvt Ltd	5,353,530	10.17			
	31/03/2019			5,353,530	0	
5	Parsianan Publications Pvt Ltd	2,362,000	4.49			
	31/03/2019			2,362,000	0	
6	Oxcamb Investments Ltd	2105020	4.00			
	31/03/2019			2105020	0	
7	Veera Jehangir Patel	30010	0.06			
	31/03/2019			30,010	0	
8	Jehangir R Patel	29010	0.06			
	31/03/2019			29010	0	
9	Lyla J Mehta	3000	0.01			
	31/03/2019			3000	0.00	

(iv) Shareholding Pattern of top ten Shareholders (other than Direcors, Promoters & Holders of GDRs & ADR)

Sl No.		Share Holding at the beginning of the year 01/04/2018		Cumulative Shareholding during the year 3/31/2019		
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	Type
1	LORANCE INVESTMENTS AND TRADING LIMTED	12982000	24.67		0.00	
	31/03/2019			12982000		
2	XICON POWER PRODUCTS LTD	4739774	9.01		0.00	
	31/03/2019			4739774		
3	KHUSHROOH P BYRAMJEE	250000	0.48		0.00	
	31/03/2019			250000		
4	BHAGAVAT MANILAL SHAH	120000	0.23		0.00	
	31/03/2019			120000		
5	PARESH SHAH	114000	0.22		0.00	
	31/03/2019			114000		
6	TARUN KUMAR GUTPA	93000	0.18		0.00	
	31/03/2019			93000		
7	ASHOK TIKAMDAS MANGHIRMALANI	82933	0.16		0.00	
	31/03/2019			82933		
8	SHILPAM INORGANICS LTD	74000	0.14		0.00	
	31/03/2019			74000		
9	JAYESHKUMAR N DESAI	51070	0.10		0.00	
	31/03/2019			51070		
10	SANJAYKUMAR SARAWAGI	50590	0.10		0.00	
	31/03/2019			50590		

(v) Shareholding of Directors & KMP

E. Sharedholding of Directors and Key Managerial Personnel:						
Sl No.		ShareHolding at the beginning 01/04/2018		Cumulative Shareholding during 3/31/2019		
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	Type
1	RAJENDRA VAZE	10000	0.02		0	
	31/03/2019			10000		
2	ANGHA KORDE	5000	0.01		0	
	31/03/2019			5000		
3	LYLA JAMSHEED MEHTA (Chief Financial Officer)	3000	0.01		0	
	31/03/2019			3000		

V INDEBTEDNESS NIL

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

A. Remuneration to Managing Director, Whole time director and/or Manager: Rs 20,45,253

B. Remuneration to other directors: NIL

C. Remuneration to the Company Secretary 35,000

VII PENALTIES/PUNISHMENT/COMPPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeall made if any (give details)
A. COMPANY					
Penalty					
Punishment			NIL		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NIL		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			NIL		
Compounding					

KAISER CORPORATION LTD.
CORPORATE GOVERNANCE REPORT FOR THE YEAR 2018-19

The Company has over the years followed the best Governance practices and maintaining a culture within the organization which promotes an overall development of the interests of the stakeholders of the Company. The effect of good Corporate Governance practices leads to enhanced Corporate transparency and boost the performance of the Company. Compliance of all applicable laws is an important element of efficient management and it ensures better scope for stakeholders as it enhances the creditability of the performance of any organization in the considerable course of time.

In India, Corporate Governance Standards for Listed Companies are regulated by Regulation 17 to Regulation 27 read with Schedule V and clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as **“SEBI Listing Regulations, 2015”).**

As per Regulation 15(2) of the Listing Regulation 2015; the compliance with the Corporate Governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply, in respect of -

(a) the listed entity having paid up Equity Share Capital not exceeding rupees ten crore and net worth not exceeding rupees twenty-five crore, as on the last day of the previous financial year.

The Company’s Authorized Share Capital as on 31st March, 2019 is Rs. 10 crores out of which the Paid-up Share Capital of the Company is Rs. 5,26,21,020/- divided into 52,621, 020 Equity Shares of Rs. 1/- each and Net Worth is also less than Rupees Twenty Five Crores.

In view of the provisions mentioned herein above these Regulations are not applicable to the Company. But with an intention of applying good Corporate Governance practices in the affairs of the Company, we have adopted every aspect of the Corporate Governance Norms in our business activities, as mandated under the SEBI Listing Regulations, 2015.

1. COMPANY ’S PHILOSOPHY ON CODE OF GOVERNANCE

“Corporate Governance is concerned with holding the balance between economic and social goals and between individual and communal goals. The governance framework is there to encourage the efficient use of resources and equally to require accountability for the stewardship of those resources. The aim is to align as nearly as possible the interests of individuals, corporations and society.”

- Dominic Cadbury

Companies cannot achieve the highest levels of Corporate Governance overnight rather it is a gradual process whereby the Company becomes ethically compliant by applying the various Corporate Governance practices provided by law. Corporate functioning is directed and exercised within the strict legal framework and compliance of corporate laws and regulations, which ensures fairness to all stake holders and protects the rights of minority shareholders.

The Company’s Governance framework is based on the following principles:

- Optimum combination of Executive & Non-Executive Directors and size of the Board;
- Timely disclosure of material information to the stakeholders;
- Availability of information to the Members of Board & Board Committees to enable them to discharge their fiduciary duties;
- Ethical business conduct.

2. THE BOARD OF DIRECTORS

Corporate Governance translates into – Independence, Transparency and Accountability of the Directors of the Company. The Board is entrusted with the responsibility to ensure Independent check on the Corporate Law compliances, accountability of the Company and answerability to the stakeholders of the Company.

The Company has a strong and diverse Board of Directors, independent of management with sufficient expertise to oversee corporate management on behalf of the Company's shareholders. The Board reviews and approves corporate strategies that are intended to build sustain able long-term value. In making decisions, the Board considers the interests of all the stakeholders of the Company such as employees, customers, suppliers and the community in which the Company operates.

The Board comprises of Four Directors of which one Director is an Executive Director and three Directors are Non-Executive Independent Directors which commensurate with the size of the Company, complexity and nature of various underlying businesses activities.

Board of Directors strictly follows the Company's Code of Conduct. The Board periodically reviews compliance reports of all laws applicable to the Company as well as take steps to rectify instances of any non-compliance.

i. Composition of the Board:

The Chairperson of the Board is an Executive Director. All the Independent Directors have confirmed that they meet 'Independence' criteria as per Regulation 16 (1) (b) of the SEBI Listing Regulations read with Section 149 (6) of the Act.

None of the Independent Directors of the Company are related to each other. The appointment of Executive Directors including the tenure and terms of remuneration has already been approved by the members.

Meetings of the Board:

During Financial Year ("F.Y.") 2018-19, the Board met eight times on the following dates:

1. 29.05.2018
2. 09.07.2018
3. 13.08.2018
4. 10.09.2018
5. 31.10.2018
6. 31.10.2018
7. 21.01.2019
8. 07.02.2019

Name of Director	1	2	3	4	5	6	7	8	% of attendance
Mr. Bhushanlal Arora	✓	✓	✓	✓	✓	✓	✓	✓	100%
Mr. Rajendra Vaze	✓	✓	✓	✓	✓	A	✓	✓	88%
Mrs Anagha Korde	✓	✓	✓	✓	✓	✓	✓	✓	100%
Mr. Rohinton Daroga	✓	A	A	A	A	✓	A	A	25%

The maximum time gap between any two consecutive meetings did not exceed four months. The necessary quorum was present for all the Meetings. The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board.

ii. Scheduling and Selection of Agenda Items for Board Meetings:

All departments of the Company schedule their work plans in advance, particularly with regard to matters requiring consideration at the Board/Committee meetings. All such matters are communicated to the Chairman in advance so that the same could be included in the Agenda for the Board/Committee meetings.

iii. Attendance and Directorships held:

Information about the Directors of the Company, their attendance at the 25th Annual General Meeting of the Company held on September 28, 2018 and the Number of Directorships in other Companies and Committee position in other Public Limited / Private Limited Companies as on March 31, 2019; are detailed below:

Sr. No.	Name of the Director	Date of Joining the Board	Category	Attendance of the AGM held on Sept. 28, 2018	Directorship in other Indian Public Limited Companies - Chairman / Member *	No. of other Board Committees in which Chairman / Member **	Relationship with Directors
1.	Bhushanlal D. Arora	20/09/1993	Chairperson & Managing Director	Attended	NIL	NIL	None
2.	Mr. Rajendra R. Vaze	10/06/2008	Non - Executive Independent Director	Attended	NIL	NIL	None
3.	Mrs. Anagha Korde	30/09/2015	Non - Executive Independent Director	Attended	NIL	NIL	None
4.	Rohinton Daroga	30/09/2015	Non - Executive Independent Director	Absent	NIL	NIL	None

*** Excludes Directorships in Indian Private Limited Companies, Foreign Companies, Companies under Section 8 of the Companies Act, 2013**

**** Represents memberships / chairmanships of Audit Committee & Stakeholders Relationship Committee.**

1. Chairmanship / Membership of Committee includes Audit Committee and Stakeholders' Relationships Committee of Indian Public Limited Companies excluding Kaiser Corporation Limited.

2. All the Directors of the Company comply with the requirements of the Directorship as stipulated under Regulation 17A and Regulation 26(1) of Securities and Exchange Board of India (Listing Obligation Disclosure Requirement) Regulation, 2015. The Directors have made necessary disclosures regarding their Directorship / committee position to the Company.

iv. <u>Number of Shares held by Non- Executive Directors:</u>

Mr. Rajendra Vaze holds 10000 Equity Shares and Mrs Anagha Korde and Rohinton Doroga holds 5000 and Nil Equity Shares of the Company respectively as on March 31, 2019. The Company has not issued any convertible instruments during the financial year ended March 31, 2019.

2. <u>SEPARATE MEETING OF INDEPENDENT DIRECTORS</u>

During the year 2018-19, as per the requirement of Schedule IV of the Companies Act, 2013 and SEBI Listing Regulations, 2015; a separate meeting of Independent Directors was held on 29th May, 2018 without the presence of the Non – Independent Directors and the Members of the Management. The Meeting was conducted in an informal manner to enable the Independent Directors to discuss and review the performance of the Chairperson of the Company and for assessing the quality, quantity and timeliness of flow of information between the Company's Management and the Board.

3. <u>COMMITTEES OF BOARD</u>

The Company has 3 (Three) Board Level Committees to focus on critical functions of the Company and also for smooth and efficient business operations. viz., Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee. The Committees meet at regular intervals for deciding various matters and providing directions and authorizations to the management for its implementation. Minutes of the proceedings of each committee meeting are circulated to the members of that Committee for their comments and thereafter, confirmed and signed by the Chairperson of the respective Committee. The Board also takes note of minutes of the meetings of the Committees duly approved by their respective Chairman and the material recommendations / decisions of the Committees are placed before the Board for approval / information. The Company Secretary acts as the Secretary to these Committees.

Details on role and composition of these Committees, including number of meeting held during FY 2018-19 and the related attendance are provided below:

A. Audit Committee:

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013; read with Regulation 18 of SEBI Listing Regulations, 2015. The Audit Committee invites such of the Executives, as it considers appropriate, representatives of the Statutory Auditors to attend the meeting.

During FY 2018-19, the Audit Committee met four times, on 29th May, 2018; 13th August, 2018,
31st October, 2018 and 7th February, 2019. The requisite quorum was present at all the meetings. The Chairman of the Committee was present at the last Annual General Meeting of the Company held on September 28, 2018.

Sr. No.	Name of Director	Position	Category	No. of Audit Committee Meetings attended
1.	Mrs. Anagha Korde	Member	Non - Executive Independent Director	4 out of 4
2.	Mr. Rohinton Daroga	Member	Non-Executive Independent Director	2 out of 4
3.	Mr. Bhushanlal Arora	Chairman	Managing Director	4 out of 4

The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process and inter alia, performs the following functions:

a. Overview of the Company's financial reporting process and the disclosure of its Financial Information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information are disclosed;
b. Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services;
c. Discussion with the external auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
d. Reviewing the financial statements and draft audit report, including the quarterly/half yearly financial information;
e. Reviewing with the management the annual financial statements before submission to the Board, focusing primarily on;
f. Any changes in accounting policies and practices;
g. Major accounting entries based on exercise of judgment by management;
h. Qualifications in Draft Audit Report;
i. Significant adjustments arising out of audit;
j. The going concern assumption;
k. Compliance with Accounting Standards;
l. Compliance with Stock Exchange and legal requirements concerning Financial Statements;
m. Any Related Party Transactions as per Accounting Standard 18;
n. Reviewing the Company's financial and Risk Management Policies;
o. Disclosure of Contingent Liabilities;
p. Reviewing with the management External and Internal auditors, and the adequacy of Internal Control Systems;
q. Looking into the reasons for substantial defaults in payments to the Depositors, Debenture Holders, Shareholders (in case of non-payment of declared dividends) and creditors.

B. Nomination and Remuneration Committee ("NRC"):

The NRC of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013; read with Regulation 19 of the SEBI Listing Regulations, 2015. The terms of reference of the NRC includes various matters in conformity with the statutory guidelines including the following:

r. To formulate criteria for determining qualifications, positive attributes and independence of a Director;
s. To formulate criteria for evaluation of performance of Independent Directors and the Board of Directors;
t. The remuneration / compensation / commission etc. to Directors will be determined by the Committee and shall be recommended to the Board for approval;
u. Recommend to the Board a policy for selection and appointment of Directors, Key Managerial Personnel and other Senior Management positions;
v. Formulate and review criteria for evaluation of performance of Independent Directors;
w. Succession planning for replacing Key Executives and overseeing;
x. Such other matters as the Board may from time to time request the Remuneration Committee to examine and recommend / approve and / or enforced by any statutory notification, amendment or modification, as may be applicable.

During Financial Year 2018-19, the NRC met one times on 29th May, 2018 the requisite quorum was present at all the meetings. The Chairman of the NRC was present at the last Annual General Meeting of the Company held on September 28, 2018.

Sr. No.	Name of Director	Position	Category	No. of NRC Meetings attended
1.	Mrs. Anagha Korde	Chairman	Non -Executive Independent Director	1 out of 1
2.	Mr. Rohinton Daroga	Member	Non -Executive Independent Director	1 out of 1
3.	Mr. Rajendra R. Vaze	Member	Non -Executive Independent Director	1 out of 1

Performance Evaluation of Independent Directors

The Performance Evaluation criteria for Independent Directors are determined by the NRC. An indicative list of factors that may be evaluated include participation and contribution by a Director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgment.

C. Stakeholders Relationship Committee ("SRC"):

The SRC of the Company is constituted in line with the provisions of Section 178(2) of the Companies Act, 2013; read with Regulation 20 of the SEBI Listing Regulations, 2015.

The terms of reference of the SRC, inter-alia, includes the following:

- The Shareholders Relationship Committee of the Board is empowered to oversee the redressal of Investors Complaint(s), Share transfers, Non-Receipt of Annual Report, Dividend payment, Issue of Duplicate Certificate, Transmission (with and without legal representation) of Shares and other miscellaneous complaints;

- Reviewing of Investors Complaints and take necessary steps for redressal thereof;

- To perform all functions relating to the interest of the stakeholders of the Company as may be required by the provisions of the Companies Act., 2013 and the rules made thereunder.

During Financial Year 2018-19, the SRC met four times on 29.5.2018, 13.8.2018, 31.10.2018 and on 07.02.2019. The requisite quorum was present at all the meetings. The Chairman of the SRC was present at the last Annual General Meeting of the Company held on September 28, 2018.

Sr. No.	Name of Director	Position	Category	No. of SRC Meetings attended
1.	Mr. Rajendra R. Vaze	Chairman	Non - Executive Independent Director	4 out of 4
2.	Dr. Rohinton Daroga	Member	Non - Executive Independent Director	4 out of 4
3.	Mrs. Anagha Korde	Member	Non - Executive Independent Director	4 out of 4

Contact details of the Compliance Officer / Company Secretary

Mr. Umesh Deshmukh Company Secretary Cum Compliance Officer	Address: Timmy Arcade, Unit no. 406, Makwana Road, Marol, Andheri (E), Mumbai 400 059.	E-mail: kaiserpressltd@gmail.com

All grievances received from the shareholders of the Company are being redressed expeditiously and satisfactorily at utmost priority, by the Secretarial Department and the RTA of the Company.

Details of Shareholders' Complaints Received, Solved and Pending during FY 2018-19

Number of complaints received so far	Nil
Number of complaints solved to the satisfaction of Shareholders	Nil
Number of pending complaints	Nil

4. SUBSIDIARY COMPANY

The Company has one Non Listed Subsidiary company:

1. Xion International Limited

From time to time the various significant issues pertaining to the Subsidiary Company are discussed at the Board meetings. The Audit committee also reviews the financial statements, and other financial Transactions of the subsidiary Companies.

5. GENERAL BODY MEETING

The details of the Shareholder's Meeting(s) held during the preceding 3 Financial Years:

Sr. No.	Type of Meeting	Date & Time	Location	Details of Special Resolution passed
1.	25th Annual General Meeting	Friday 28th September , 2018 at 11.00 a.m.	K.K. (Navsari) Chambers, 39B, A.K. Nayak Marg, Fort, Mumbai - 400 001.	• To Reappoint of Mr. Bhushanlal Arora (DIN: 00416032), as the Managing Director of the Company • To sell the stake of the company from its subsidiary as per Section 180(1) (a) of the Companies Act, 2013
2.	24th Annual General Meeting	Friday, 29th September 2017 at 11.00 A.M.	K.K. (Navsari) Chambers, 39B, A.K. Nayak Marg, Fort, Mumbai - 400 001	• NIL
3.	23rd Annual General Meeting	Friday 30th September , 2016 at 11.00 a.m.	K.K. (Navsari) Chambers, 39B, A.K. Nayak Marg, Fort, Mumbai - 400 001	• To approve the related Party Transactions.

6. POSTAL BALLOT

I. During the year no postal Ballot was conducted

7 MANAGING DIRECTOR

Mr. Bhushanlal Arora was re-appointed as the Managing Director of the Company by the shareholders of the Company at the 25th Annual General Meeting of the Company held on September 28, 2018 for the period of three years i.e. upto June 30th 2021.

As per their terms of appointment the remuneration Comprises of a salary and other benefits of Rs. 3,00,000/- (Rupees Three Lakhs only) per month as salary with other expenses of Rs. Nil per annum with authority to the Board or to a committee thereof to fix the remuneration within the maximum permissible limit.

Service of the Managing Director may be terminated by either party giving the other party two months' notice or the Company paying two months' salary in lieu thereof. There are no separate provisions for the payment of severance fees.

8 MEANS OF COMMUNICATION

The quarterly / half yearly and annual results of the Company	Published in National English newspaper as well as newspaper published in vernacular language of the region where the Registered Office of the Company is situated, viz : Free Press Journal in English and Navshakti in Marathi in Mumbai
All the Shareholders' information	Such information is made available on the Company's website at www.kaiserpress.com wherein there is a separate dedicated Section named as**'Investor Relations'**
The Quarterly Results, Shareholding Pattern, Quarterly Compliances and all other Corporate communication during the year ended March 31, 2019	Filed electronically with BSE through BSE Listing Centre & also placed on the website of the Company at www.kaiserpress.com
All material information including declaration of Financial Results; Press Releases, Presentations made to Institutional Analyst or Investors etc.	The Company has promptly reported to the Stock Exchange(s) where Shares of the Company are listed, viz. BSE Limited (" **BSE** "). Such information is also simultaneously displayed on the Company's website at www.kaiserpress.com

Certain rights that a shareholder in the Company enjoys:

- To transfer the shares.
- To receive the Share Certificates upon transfer within the stipulated period prescribed in the Act.
- To receive Notice of General Meetings. Annual Report, the Balance Sheet and Profit and Loss Account and the Auditor's Report.
- To appoint proxy to attend and vote at the General Meetings.
- To attend and speak in person, at General Meetings.
- To vote at the General Meeting on show of hands wherein every shareholder has one vote. In case of vote on poll, the number of votes of a shareholder is proportionate to the number of Equity Shares held by him.
- To demand poll along with other Shareholder(s) who collectively holding shares on which an aggregate sum of not less than five lakh rupees or are not less than 1/10th of the total voting power in respect of any resolution.
- To requisite an Extraordinary General Meeting of the Company by shareholders who collectively hold not less than 1/10th of the total paid-up capital of the Company.
- To move amendments to resolutions proposed at Meetings.
- To receive Dividend and other Corporate benefits like Rights, Bonus Shares etc. as and when declared / announced.
- To inspect various Registers of the Company.
- To inspect the Minute Books of General Meetings & to receive copies thereof after complying with the procedure prescribed under the Companies Act, 2013.
- To appoint or remove Director(s) and Auditor(s) and thus participate in the management through them.
- To proceed against the Company by way of Civil or Criminal Proceedings.
- To apply for the Winding-up of the Company.
- To receive the residual proceeds upon Winding-up of the Company.

9 GENERAL SHAREHOLDER INFORMATION

a) Annual General Meeting ("AGM") for the Financial Year 2018-19:

Day and Date	**Monday, September 30, 2019**
Time	11.00 A.M.
Venue	K K (Navsari) Chambers, 39B, A. K. Nayak Marg, Fort, Mumbai 400001.
Financial Year	April to March
Board Meeting for consideration of accounts	May 30, 2019
Dividend Rate	N.A.
Dividend Payment Date	N.A.
Book Closure Dates	21/09/2019 to 30/09/2019
Last date for receipt of proxy forms	28/09/2019
Financial results for the quarter ending and Year ending	
June 30th 2018	13th August, 2018
September 2018	31st October, 2018
December 2018	07th February, 2019
Financial year ended 31st March 2019	30th May, 2019

b) Stock Exchanges where the securities of the Company are listed:

Name of the Stock Exchange	Scrip Code	
BSE Limited **Address:** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.	**531780**	

Annual Listing Fees for the FY 2018-19 has been paid to the BSE Limited.

Names of Depositories in India for dematerialisation of Equity Shares - **ISIN NO. INE229G01022.**

Sr. No	Particulars
1.	National Securities Depository Limited (NSDL) ISIN No. INE229G01022.
2.	Central Depositories Services (India) Limited (CDSL) ISIN No. INE229G01022.

c) Market price data - monthly high - low of the closing price on the BSE during the period from April 2018 to March 2019 is given below:

Month	High Price	Low Price
April 2018	1.80	1.80
May 2018	1.71	1.71
June 2018	1.94	1.71
July 2018	1.94	1.94
August 2018	2.13	1.90
September 2018	-	-
October 2018	-	-
November 2018	2.30	2.21
December 2018	-	-
January 2019	-	-
February 2019	2.20	2.20
March 2019	-	-

d) Registrar to an Issue and Share Transfer Agents:

For acknowledgement of transfer deeds and any other documents or for any Grievances / Complaints, kindly contact at the following address:

Mr. Vinayak Karande
Purva Sharegistry (India) Pvt. Ltd.,
9, Shiv Shakti Ind. Estate, J R Boricha Marg,
Near Lodha Excelus, Lower Parel (E),
Mumbai 400 011.
Tel No.: 2301 8261 /2301 6761
E-mail: support@purvashare.com

e) Share Transfer System:

The Company's Shares which are in Demat form are transferable through the depository system. Shares in physical form are processed by the Registrars and Share Transfer Agents, Purva Sharegistry (India) Pvt. Ltd., and approved by the Stakeholders Relationship Committee of the Company or authorized officials of the Company. The Share transfers are processed within a period of 15 days from the date of receipt of the transfer documents by Purva Sharegistry (India) Pvt. Limited.

Further, as per the SEBI revised circular Physical Shares cannot be transferred after March 31, 2019 except in the case of Transmission. Thus, each and every shareholder holing shares in Physical form are requested to Dematerialize their shares in order to trade in the securities.

f) Details of Shareholding as on March 31, 2019:

I. <u>Distribution of Shareholding</u>

Shareholding of Nominal Value	No. of Shareholders	% of Total no. of Shareholders	Amount (in Rs.)	% to Total Capital
1 – 5000	460	73.37	855349	1.63
5001 – 10000	113	18.02	1019434	1.94
10001 – 20000	19	3.03	299164	0.57
20001 – 30000	9	1.44	220580	0.42
30001 – 40000	6	0.96	214576	0.41
40001 – 50000	4	0.64	198000	0.38
50000 – 100000	5	0.80	351593	0.67
100001 and above	11	1.75	49462324	94.00
Total	**627**	**100**	**52621020**	**100**

II. Shareholding Pattern as on March 31, 2019

Category of Shareholders	Number of Shares	Percentage Holding
Promoters and Promoter Group	29213550	55.52
Bodies Corporate	17795964	33.82
Limited Liability Partnership (LLP)	-	-
Banks and Financial Institutions	-	-
NRI Bodies Corporate	2105020	4.00
NRI (Non-Repat)	480	0.00
Foreign Institutional Investor	-	-
HUF	17078	0.03
Others – Resident Individuals	3488828	6.63
Others – Clearing Members	100	0.00

III. Directors Share Holding

Sr. No.	Name of the Directors	Number of Shares held
1.	Mr. Bhushanlal Arora	0
2.	Mr. Rajendra R. Vaze	10,000
3.	Mrs. Anagha Korde	5,000
4.	Mr. Rohinton Daroga	0
	TOTAL	**15,000**

g) Pledge of Shares:

No pledge has been created over the Equity Shares held by the Promoters and/or Promoter Group Shareholders as on March 31, 2019.

h) Dematerialization of Shares:

As on March 31, 2019; 50929980 Shares (approx. 96.79 %) of the total Equity Share Capital of the Company are held in dematerialized form with National Securities Depository Limited and Central Depository Services (India) Limited.

i) Outstanding GDRS / ADRS / Warrants / Convertible Instruments as on March 31, 2019:

The Company has not issued any GDRs / ADRs / warrants or any other convertible instrument(s).

j) Address for Correspondence:

Mr. Umesh Deshnukh
Company Secretary Cum Compliance Officer
Timmy Arcade
Unit no. 406, Makwana Road,
Marol, Andheri (E),
Mumbai – 400 059
Tel. No.: 022 2925 2050
Email id.: kaiserpressltd@gmail.com
Website: www.kaiserpress.com

k) Corporate Identity Number (CIN):

The Company is registered with The Registrar of Companies Mumbai, Maharashtra. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is **L22210MH1993PLC 074035.**

10 STATUS OF THE COMPLIANCE IN RESPECT OF NON-MANDATORY REQUIREMENTS

a. **Chairperson of the Board:** The Executive Chairperson does not maintain any separate office for the Company.
b. **Remuneration Committee:** Details are given under the heading “Remuneration Committee”.
c. **Shareholder's Right:** Details are given under the heading "Means of communication".

11 AUDIT QUALIFICATIONS

During the year under review, there was no qualification in the Auditor's Report on the Company's financial statements.

12 RECONCILIATION AUDIT

Mr. G.S. Jambekar (FCS No. 1569 CP No. 3735) Practicing Company Secretary have carried out Reconciliation Audit to reconcile the total admitted Equity Share Capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the Total Issued and Listed Equity Share Capital. The Reconciliation Audit Report confirms that the Total Issued / Paid-Up Capital is in agreement with the total number of Shares in physical form and the total number of Dematerialised Shares held with NSDL and CDSL.

13 SECRETARIAL AUDIT

Mr. G. S. Jambekar (FCS No. 1569 CP No. 3735) Practicing Company Secretary have conducted the Secretarial Audit of the Company for the Financial Year 2018 - 2019. Their Audit Report confirms that the Company has complied with the applicable provisions of the Companies Act, 2013 and the rules made there under, Listing Agreements with the Stock Exchange, Listing Regulations, applicable SEBI Regulations and other Laws applicable to the Company. The Secretarial Audit Report forms part of the Board's Report.

14 REQUEST TO SHAREHOLDERS

Shareholders are requested to follow the general procedure / steps as detailed hereunder thus enabling the Company to serve them efficiently and avoid any risks while dealing in the securities of the Company.

- **Demat of Shares:**

Shareholders are requested to convert their physical holding to demat / electronic form through any of the DPs to avoid any possibility of loss, mutilation etc., of physical share certificates and also to ensure safe and speedy transaction in securities. Any investor who is desirous of transferring shares (which are held in physical form) after April 01, 2019 can do so only after the shares are dematerialized, except for transmission (i.e., transfer of title of shares by way of inheritance / succession) transposition (i.e., re-arrangement / interchanging of the order of name of shareholders) cases.

- **Consolidation of multiple folios:**

Shareholders, who have multiple folios in identical names, are requested to apply for consolidation of such folios and send the relevant share certificates to the Company.

- **Registration of Nominations:**

Section 72 of the Act, 2013 provides facility for making nominations by shareholders in respect of their holding of shares. Such nomination greatly facilitates transmission of shares from the deceased shareholder to his / her nominee without having to go through the process of obtaining succession certificate / probate of the Will, etc.

It would therefore be in the best interest of the shareholders holding shares in physical form registered as a sole holder to make such nominations. Shareholders, who have not availed nomination facility, are requested to avail the same by submitting the nomination in Form SH-13. This form will be made available on request. Investors holding shares in demat form are advised to contact their DPs for making nominations.

- **Updation of address:**

Shareholders are requested to update their addresses registered with the Company, directly through the STA, to receive all communications promptly. Shareholders, holding shares in electronic form, are requested to deal only with their DPs in respect of change of address and furnishing bank account number, etc.

- **Code of Conduct for prevention of Insider Trading**

The Company has duly adopted and have revised and updated Policy on Prevention of Insider Trading as required by every Listed Company under Regulation 9(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

All the Directors and Key Managerial Personnel of the Company as on March 31, 2019; along with their immediate Relatives, have disclosed their Shareholding in the Company and their acts are in compliance with the provisions of the said Code of the Company. The policy is available on the website of the Company at www.kaiserpress.com

- **Policy on Leak of Unpublished Price Sensitive Information**

The Company had formulated and adopted Policies and Procedures for Inquiry in Case of Leak of or Suspected Leak of Unpublished Price Sensitive Information under Regulation 9A (5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

The Company endeavour to follow Good Corporate Governance Practices and thus take every step to ensure that no unfair trade practices are carried on in the Company or by any Personnel of the Company.

- **Vigil Mechanism**

The Company has a duly adopted Whistle Blower Policy and established a Vigil Mechanism in line with the provisions of SEBI Listing Regulations, 2015 and Companies Act, 2013; which aims to provide a mechanism to the employees and Directors of the Company to report instances of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy.

It is affirmed that no personnel of the Company have been denied access to the Chairman of the Audit Committee during the Financial Year 2018-19.

- **Compliance Status**

As part of Good Corporate Governance practices all the compliance requirements as per sub-para (2) to (10) of Part C of Schedule V of the SEBI Listing Regulations, 2015, have been complied with by the Company.

- **Compliance Certificate**

The Secretarial Auditor have certified that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulation and the same forms part of this report.

As. per Regulation 34(2) (e) of SEBI Listing Regulations 2015

MANAGEMENT DISCUSSION & ANALYSIS

INDUSTRY STRUCTURE & DEVELOPMENT:

During the year under review, global economic activity lost its momentum, resulting in a synchronized slowdown across advanced and emerging market economies. The Indian Economy in FY 19 displayed different trends. With the first half of the financial year GD growth was strong at 7.5 % while in the second half of the financial year, India's growth momentum slipped off due to rising interest rates. Tight liquidity conditions and rising risk averseness. With this your company has diversified into various segments related to Engineering Goods, Electric Heat Tracing and Turnkey Projects through its subsidiary and has strong legacy of fair, transparent and ethical business practices. The sector is witnessing exponential traffic growth and the company through its subsidiary has been systematically investing for the product development to increase the capacity in its existing infrastructure to create new products.

OPPORTUNITIES &THREATS:

The large opportunities exist in the industry and the demand for the company's products and services have increased. The Financial Year 2019-20 has started with the hope of the economy getting revived due to policies expected to be implemented by the government. The effect on the business scenario has yet to be felt.

The Regulatory Authorities are following more stringent compliances norms for approving various business activities. The market conditions have become more competitive and costs are continuously increasing. The challenges are there from well-established large organized companies who can compete with other companies at low prices.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

There is adequate internal control system in the company through internal Audit and regular operations review.

Maintenance of records showing full particulars of fixed assets and physical verification of such assets from time to time designed to cover all items.

Periodical physical verification of stocks during the year and adjustment of discrepancies between the physical verification and the books are recorded appropriately.

Generation of various reports to monitor various statutory and other compliances.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

During the year the sales turnover was Rs. 2158 lacks as against Rs. 1608 lacks for the previous year. . Considering the overall improvements in the sectors related to the Engineering Goods, Electric Heat Tracing and Turnkey Projects , it will give further improved results in the current year.

HUMAN RESOURCES:

The human capital of the company has been motivated and committed to bring good operating performance. The company continues to put concerted efforts in recruiting quality people. Development programmes remains the Key focus areas for the company.

CAUTION STATEMENT:

Certain statements made in the Management Analysis and Report relating to Company's, projections, outlook, expectations, estimates etc., may constitute forward looking statement considering the applicable laws and regulations. Actual results may differ from such projections etc.

Several factors could make a significant difference to the company's operations. These include climatic conditions, economic conditions, Government regulations and taxation, natural calamity etc., which are beyond the Control of the company.

CS. G. S. JAMBEKAR
COMPANY SECRETARY
B.A. LL.M. FCS. DLP. DFM. MIMA

401, Om Malayagiri Chs Ltd., Sant Dnyaneshwar Marg, Near Shrikrishna Nagar, Borivali (E), Mumbai – 400 066.
Ph: (91)–22–2897 2948. E-mail gs.jambekar@gmail.com.

CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To the Members of Kaiser Corporation Limited,

1. We have examined the compliance of the conditions of Corporate Governance by Kaiser Corporation Limited for the year ended on March 31, 2019 as stipulated in relevant Clauses of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "SEBI Listing Regulations, 2015").

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

3. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

4. 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 CS. G. S. Jambekar
Company Secretaries

CS. G. S. Jambekar
FCS 1569; CP 3735

Place: Mumbai
Dated: 30th May 2019

INDEPENDENT AUDITORS' REPORT

To,
The Members of
Kaiser Corporation Limited

Report on the audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Kaiser Corporation Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2019, 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 notes to the financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as " the 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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity Indian Accounting Standard prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standard) Rules 2015 as amended ("Ind AS") and the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2019, the profit and total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in Management Discussion and Analysis, Board's Report and Corporate Governance etc. 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 such other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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 Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance (including other Comprehensive Income), changes in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for the 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibility for the audit of Standalone Financial Statements

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

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(I) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

2. As required by Section 143(3) of the Act, based on our audit 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), Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;

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

(e) On the basis of the written representations received from the directors as on 31 March, 2019 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid or provided to its directors during the year is in accordance with the provision of Section 197 of the Act.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us;

i. The Company does not have any pending litigations which would impact its standalone financial position.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.: 102306

Place: Mumbai
Date: 30 May 2019

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT
(Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date)

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

(b) According to information and explanations given to us, the fixed assets have been physically verified by the management according to the regular programme of periodical verification in a phased manner, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not have immovable properties and hence, paragraph 3(i)(c) of the Order is not applicable to the Company.

(ii) In our opinion and according to information and explanations given to us, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the frequency of verification is reasonable. The discrepancies noticed on physical verification of stock as compared to book records were not material and the same have been properly dealt with in the books of account.

(iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the Paragraph 3 (iii) (a), 3 (iii) (b) and 3 (iii) (c) of the Order are not applicable to the Company.

(iv) According to information and explanations given to us, the Company has not made investments, granted loan or given security during the year. However, the Company has given guarantees to bank for loan taken by the subsidiary Company. As the section 185 of the Companies Act, 2013 is not applicable for guarantee given on behalf of subsidiary Company; accordingly, paragraph 3(iv) of the Order is not applicable to the Company.

(v) The Company has not accepted any deposits during the year from the public to which the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 and any other relevant provisions of the Act and the rules framed thereunder apply.

(vi) According to the information and explanations given to us, the maintenance of cost records pursuant to Rules made by the Central Government for the maintenance of cost records under Sub-Section (1) of Section 148 of the Act are not applicable to the Company as it satisfy the condition mentioned in sub clause (B) of Section 148 (1) of the Act.

(vii) (a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, goods and service tax, cess and any other statutory dues with the appropriate authorities. There are no arrears of outstanding statutory dues as at the 31 March, 2019 for a period of more than six months from the date they became payable.

As informed, statutory dues in the nature of duty of customs is not applicable to the Company.

(b) According to information and explanations given to us, there are no dues on account of income tax, goods and service tax, cess which have not been deposited with the appropriate authorities on account of any dispute.

(viii) In our opinion and according to information and explanations given to us, the Company has no borrowings from banks, financial institutions, government or by way of debentures. Accordingly, paragraph 3(viii) of the Order is not applicable to the Company.

(ix) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and term loans. Accordingly, paragraph 3 (ix) of the Order is not applicable to the Company.

(x) To the best of knowledge and according to the information and explanations given to us, no fraud by the Company or any fraud on the Company by its officers or employees have been noticed or reported during the year.

(xi) According to 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 of the Act.

(xii) The Company is not a Nidhi Company. Accordingly, the paragraph 3(xii) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with Sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) The Company has not made preferential allotment or private placement of shares or fully or partly paid convertible debentures during the year. Accordingly, the paragraph 3(xiv) of the Order is not applicable to the Company.

(xv) According to the information and explanations given to us, 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 to the Company.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.: 102306

Place: Mumbai
Date: 30 May 2019

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT
(Referred to in paragraph 2(f) under the heading 'Report on Other Legal and Regulatory Requirements' of 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 Kaiser Corporation Limited ("the Company") as of 31 March 2019 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, 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 judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) 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 further 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, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.: 102306

Place: Mumbai
Date: 30 May 2019

KAISER CORPORATION LIMITED
Balance Sheet as at 31 March 2019

(Amount in lakhs)

Particulars	Notes	As at 31 March 2019	As at 31 March 2018
ASSETS			
Non-current assets			
Property, plant and equipment	4	0.59	0.38
Intangible assets	5	0.19	0.24
Investments in subsidiaries	6	447.52	446.49
Financial assets			
(i) Other financial assets	7	1.62	1.50
Deferred tax assets (net)	8	6.02	5.59
Income tax assets		2.45	2.06
Other non-current assets	9	0.01	0.18
Total non-current assets		**458.40**	**456.44**
Current assets			
Inventories	10	1.18	1.29
Financial assets			
(i) Trade receivables	11	23.39	23.68
(ii) Cash and bank balances	12	4.60	6.23
(iii) Other financial assets	7	-	0.05
Other current assets	13	0.95	0.32
Total current assets		**30.12**	**31.57**
TOTAL ASSETS		**488.52**	**488.01**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	14	526.02	526.02
Other equity	15	(48.46)	(50.02)
TOTAL EQUITY		**477.56**	**476.00**
LIABILITIES			
Non-current liabilities			
Provisions	16	-	0.25
Total non-current liabilities		**-**	**0.25**
Current liabilities			
Financial liabilities			
(i) Trade payables	17		
Outstanding dues of micro enterprises and small enterprises		0.44	0.50
Outstanding dues of creditors other than micro enterprises and small enterprises		6.80	6.50
(ii) Other financial liabilities	18	2.16	2.99
Other current liabilities	19	1.23	1.45
Provisions	20	0.33	0.32
Total current liabilities		**10.96**	**11.76**
TOTAL LIABILITIES		**10.96**	**12.01**
TOTAL EQUITY AND LIABILITIES		**488.52**	**488.01**

Summary of significant accounting policies 3

The accompanying notes form an integral part of the standalone financial statements
As per our report of even date attached

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora
Managing Director
DIN No. 00416032

Anagha Korde
Director
DIN No. 02562003

Umesh Deshmukh
Company Secretary
Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

KAISER CORPORATION LIMITED

Statement of Profit and Loss for the year ended 31 March 2019

(Amount in lakhs)

Particulars	Notes	For the year ended 31 March 2019	For the year ended 31 March 2018
INCOME			
Revenue from operations	21	65.87	65.90
Other income	22	2.15	2.28
Total income		**68.02**	**68.18**
EXPENSES			
Cost of materials consumed	23	3.65	13.25
Purchase of stock in trade	24	13.98	-
Changes in inventory of work in progress	25	0.22	0.51
Employee benefits expenses	26	27.23	24.40
Finance costs	27	0.25	-
Depreciation and amortisation expenses	28	0.25	0.17
Other expenses	29	20.75	25.91
Total Expenses		**66.33**	**64.24**
Profit before tax		1.69	3.94
Tax expense:	42		
Current tax		-	(0.40)
Current tax (MAT)		(0.41)	(0.35)
Less: MAT credit entitlement		0.41	0.35
Deferred tax charge		(0.02)	(0.24)
Tax expense		**(0.02)**	**(0.64)**
Profit for the year after tax (A)		**1.67**	**3.30**
Other comprehensive income	30		
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) on defined benefits plan		(0.15)	(0.15)
Less: Income tax expense		0.04	0.04
Other comprehensive (loss) for the year, net of tax (B)		**(0.11)**	**(0.11)**
Total comprehensive income for the year (A + B)		**1.56**	**3.19**
Earnings per equity share:			
Basic and diluted (in Rs.)	38	0.003	0.006
Summary of significant accounting policies	3		

The accompanying notes form an integral part of the standalone financial statements
As per our report of even date attached

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora
Managing Director
DIN No. 00416032

Anagha Korde
Director
DIN No. 02562003

Umesh Deshmukh
Company Secretary
Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

KAISER CORPORATION LIMITED

Statement Cash Flow for the year ended 31 March 2019

(Amount in lakhs)

Sr. No.	Particulars		For the year ended 31 March 2019	For the year ended 31 March 2018
A	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit before tax		1.69	3.94
	Adjustments:			
	Depreciation and amortisation expense		0.25	0.17
	Excess provision written back		-	(0.44)
	Gain on de-recognition of financial assets		-	(0.02)
	Sundry balances written back		(0.00)	0.00
	Interest expenses		0.25	0.00
	Interest on fixed deposit and others		(0.15)	(0.17)
	Fair valuation of financial guarantee income		(2.00)	(1.65)
	Operating profit before working capital changes		**0.04**	**1.83**
	Movements in working capital:			
	Increase/(Decrease) in trade payables and other liabilities		0.64	0.94
	Increase/(Decrease) in other financial liabilities		(0.83)	0.09
	Decrease/(Increase) in inventories		0.11	1.03
	Decrease/(Increase) in trade and other receivables		(0.30)	(4.81)
	Decrease/(Increase) in other financial assets		0.05	0.43
	Cash generated from / (used in) operations		**(0.29)**	**(0.49)**
	Direct taxes paid (net of refunds)		(0.84)	(0.83)
	NET CASH FROM / (USED IN) OPERATING ACTIVITIES	**(A)**	**(1.13)**	**(1.32)**
B	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Purchase of Property, plant and equipment		(0.40)	(0.35)
	Interest received		0.15	0.17
	NET CASH (USED IN) INVESTING ACTIVITIES	**(B)**	**(0.25)**	**(0.18)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Interest expenses		(0.25)	0.00
	NET CASH FROM / (USED IN) FINANCING ACTIVITIES	**(C)**	**(0.25)**	**0.00**
	NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS	**(A+B+C)**	(1.63)	(1.50)
	Cash and cash equivalent at beginning of year		6.23	7.73
	Cash and cash equivalent at end of year (refer note 13)		**4.60**	**6.23**

3

Summary of significant accounting policies

The accompanying notes form an integral part of the standalone financial statements

Notes:

1.All figures in bracket are outflow.

2.The standalone cash flow statements has been prepared under indirect method as per Ind AS 7 "Statement of Cash Flows".

As per our report of even date attached

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora
Managing Director
DIN No. 00416032

Anagha Korde
Director
DIN No. 02562003

Umesh Deshmukh
Company Secretary
Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

KAISER CORPORATION LIMITED

Statement of changes in equity for the year ended 31 March 2019

A Equity share capital

(Amount in lakhs)

Particulars	Number	Amount
Balance as at 1 April 2017		
52,621,020 Equity Shares of Rs. 1 each	52,621,020	526.21
Less: Calls in arrears (from others) as at 1 April 2017	-	(0.19)
Balance as at 31 March 2018	**52,621,020**	**526.02**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2019	**52,621,020**	**526.02**

B Other equity

(Amount in lakhs)

Particulars	Resereve & Surplus			Items of OCI	Total
	Capital reserve	Security premium	Retained earnings	Remeasurement of net defined benefit liability/asset	
Balance as at 1 April 2017	**14.03**	**7.01**	**(74.12)**	**(0.13)**	**(53.21)**
Profit for the year	-	-	3.30	-	3.30
Actuarial gain on defined benefits plan, net of tax	-	-	-	(0.11)	(0.11)
Balance as at 31 March 2018	**14.03**	**7.01**	**(70.82)**	**(0.24)**	**(50.02)**
Balance as at 1 April 2018	**14.03**	**7.01**	**(70.82)**	**(0.24)**	**(50.02)**
Profit for the year	-	-	1.67	-	1.67
Actuarial gain on defined benefits plan, net of tax	-	-	-	(0.11)	(0.11)
Balance as at 31 March 2019	**14.03**	**7.01**	**(69.15)**	**(0.35)**	**(48.46)**

Summary of significant accounting policies (See Note 3)
The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora
Managing Director
DIN No. 00416032

Anagha Korde
Director
DIN No. 02562003

Umesh Deshmukh
Company Secretary
Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

KAISER CORPORATION LIMITED

Notes to the financial statements for the year ended 31 March 2019

1 CORPORATE INFORMATION :

Kaiser Corporation Limited ("the Company") is engaged in the business of "Printing of labels and cartons, Magazines and Articles of Stationery" in India. The Company was incorporated on 20 September 1993, having its registered office at Timmy Arcade, Fourth Floor, Unit no. 406, Makwana Road, Andheri (East), Mumbai - 400059. The Company has one subsidiary namely, Xicon International Limited which is engaged in offering Turnkey Project Management and Engineering services. The Standalone financial statements for the year ended 31 March 2019 were authorized for issue by the Board of Directors on 30 May 2019.

BASIS OF PREPARATION AND PRESENTATION

2.01 Basis of preparation of financial statements:

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis and on the basis of accounting principle of a going concern in accordance with generally accepted accounting principles (GAAP). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The Financial Statements are presented in Lakhs or decimal thereof.

The Ind AS are presented under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendments Rules issued thereafter.

The financial statements are presented in Indian Rupee and all values are stated in Rs. Lakhs or decimal thereof, except where otherwise indicated. Wherever the amount represents ‘0’ (zero), value construes less than Rupees five hundred.

2.02 Use of estimates:

The preparation of financial statements in conformity of Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosures of contingent assets and contingent liabilities at the date of financial statements, income and expenses during the year. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods which are affected.

Application of accounting policies that require critical accounting estimates and assumption having the most significant effect on the amounts recognised in the financial statements are:

Valuation of financial instruments
Useful life of property, plant and equipment
Actuarial gain/loss on employee benefit plans
Provisions

2.03 Current versus non-current classification:

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

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

All other liabilities are classified as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.
The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.04 Standards issued but not yet effective:

Ind AS 116 Leases: On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116- Leases. Ind AS 116 will replace the existing leases Standard Ind AS 17 Leases and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of Profit & Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The standard permits two possible methods of transition:

- Full retrospective – Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- Modified retrospective – Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application.
  Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:
- Its carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application or
- An amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application.

Certain practical expedients are available under both the methods.
On completion of evaluation of the effect of adoption of Ind AS 116, the Company is proposing to use the 'Modified Retrospective Approach' for transitioning to Ind AS 116, and take the cumulative adjustment to retained earnings, on the date of initial application (April1,2019). Accordingly, comparatives for the year ended March 31, 2019 will not be retrospectively adjusted. The Company has elected certain available practical expedients on transition.

Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments: On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The standard permits two possible methods of transition - i) Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, without using hindsight and ii) Retrospectively with cumulative effect of initially applying Appendix C recognized by adjusting equity on initial application, without adjusting comparatives.

The effective date for adoption of Ind AS 12 Appendix C is annual periods beginning on or after April 1, 2019.The Company will adopt the standard on April 1, 2019.The effect on adoption of Ind AS 12 Appendix C is expected to be insignificant.

Amendment to Ind AS 19 – plan amendment, curtailment or settlement- On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements. The amendments require an entity:
- to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and
- to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

Effective date for application of this amendment is annual period beginning on or after April 1, 2019.

The Company will adopt the standard on April 1, 2019. The effect on adoption of Ind AS 19 is expected to be insignificant.

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.01 Fair value measurement

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

In the principal market for the asset or liability, or
In the absence of a principal market, in the most advantageous market for the asset or liability
The principal or the most advantageous market must be accessible by the Company.
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.
A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing 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 recognized 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 the fair value measurement as a whole) at the end of each reporting period.

The Company's Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

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.

3.02 Property, plant and equipment :

Property, plant and equipment is stated at cost less accumulated depreciation and where applicable accumulated impairment losses. Property, plant and equipment cost include expenditure that is directly attributable to the acquisition of the asset. The cost of shelf-constructed assets includes the cost of materials, direct labour and any other costs directly attributable to bringing the asset to a working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment.
When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent Cost:

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied with these will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is de-recognized and charged to the statement of Profit and Loss. All other costs are recognized in the Statement of Profit and Loss as and when incurred.

Depreciation:

Depreciation on property plant & equipments is calculated on straight line method over the useful life as specified by Schedule II to the Companies Act, 2013.
The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Derecognition of assets:

An item of property plant & equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the income statement when the asset is derecognized.

3.03 Intangible assets:

Intangible assets that are acquired by the Company, which have finite useful lives, are measured at cost less accumulated amortisation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the intangible asset.

Subsequent expenditure:

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, are recognized in profit or loss as incurred.

Amortisation of intangible assets with finite useful lives:

Asset class	Useful life as per management	Amortisation method
Computer software	6 years	Amortisation on straight line basis

Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Derecognition of assets:

An item of intangible asset and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the income statement when the asset is derecognized.

3.04 Revenue recognition:

Revenue from contracts with customer is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services

Ind AS 115 "Revenue from contracts with Customers" provides a control-based revenue recognition model and provides a five step application approach to be followed for revenue recognition.

A) Identify the contract(s) with customer;
B) Identify the performance obligations;
C) Determine the transaction price;
D) Allocate the transaction price to the performance obligations;
E) Recognise revenue when or as an entity satisfies performance obligation.

Revenue from operations:
Sale of goods
Revenue from sale of goods is recognised net of indirect taxes.

Consultancy income:
Revenue from consultancy income is recognised over a period of time.

3.05 Other income:
Interest income

Under Ind AS109, Interest income is recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial assets other than credit-impaired assets and financial assets classified as measured at fair value through Profit and loss (FVTPL)

Financial guarantee income:

Financial guarantee income is recognised on straight line basis over period of guarantee.

3.06 Inventories:

i) Inventories are valued at weighted average method or net realizable value whichever is lower. Obsolete, defective and unserviceable stocks are provided for, whenever required.

ii) Work in process includes material cost, cost of conversion and other costs incurred in bringing them to their present location and condition.
Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

3.07 Retirement benefits:

i) Defined contribution plan (Provident Fund):
In accordance with Indian Law, eligible employees receive benefits from Provident Fund, which is defined contribution plan. Both the employee and employer make monthly contributions to the plan, which is administrated by the Government authorities, each equal to the specific percentage of employee's basic salary. The Company has no further obligation under the plan beyond its monthly contributions. Obligation for contributions to the plan is recognized as an employee benefit expense in the Statement of Profit and Loss when incurred.

ii) Defined benefit plans:

a) Gratuity

The Company has a defined benefit plan namely Gratuity for all its employees in the form of Group Gratuity -cum- Life Assurance Scheme. The liability for the defined benefit is determined on the basis of valuation made under the scheme at year end, which is calculated using the projected unit credit method. Gains and losses through remeasurement of the defined benefits obligations is reflected in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss.

b) Short term benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as a related service provided. A liability is recognized for the amount expected to be paid under short term cash bonus or profit sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

c) Leave encashment

The employees of the Company are entitled to leave as per the leave policy of the Company. The liability in respect of unutilized leave balances is provided at the end of year and charged to the statement of profit and loss.

3.08 Accounting for taxes on income:

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

Current income taxes are recognized in profit or loss except to the extent that the tax relates to items recognized outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates position taken in the tax returns with respect to situations in which applicable tax regulations are subjected to interpretation and establishes provisions where appropriate.

ii) Deferred income tax

Deferred income tax assets and liabilities are recognized for all temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred income tax assets is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax loss can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

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

3.09 Lease:

Lease in which a substantial portion of the risk and rewards of ownership are retained by the lessor are classified as operating leases. payments and receipts are recognised to the Statement of Profit and Loss on a straight line basis over the term of the lease unless the lease payments to the lessor are structured to increase in line with expected general inflation to compensate for lessors expected inflationary costs increases, in which case the same are recognised as an expense in line with the contractual terms. Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership to the lessee. Assets held under finance leases are initially recognized at their fair value at the inception of the lease or at the present value of the minimum lease payments, whichever is lower.

3.10 Impairment of assets:

Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in the Statement of profit or loss.

Non-financial assets

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

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

3.11 Provisions, contingent liabilities and contingent assets:

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.
If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

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

A contingent assets, where an inflow of economic benefits is probable, an entity shall disclose a brief description of the nature of the contingent assets at the end of the reporting period, and, where practicable, an estimate of their financial effect, measured using the principles set out for provisions in Ind AS 10.

3.12 Financial instruments:

Financial assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Financial assets are subsequently measured at

Amortised cost: Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortization of EIR and loss arising from impairment, if any is recognized in the Statement of Profit and Loss.

Fair value through profit and loss (FVTPL): A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognized as 'other income' in the Statement of Profit and Loss.

Fair value through other comprehensive income (FVOCI): Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognized in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognized in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Company changes its business model for managing financial assets.

Trade Receivables and Loans:

Trade receivables are initially recognized at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Debt Instruments:

Debt instruments are initially measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

(a) **Measured at amortised cost:** Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

(b) **Measured at fair value through other comprehensive income:** Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

(c) **Measured at fair value through profit or loss:** A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

Equity Instruments:

All investments in equity instruments classified under financial assets are initially measured at fair value , the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

Derecognition:

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Financial Liabilities:

Initial recognition and measurement

Financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. All financial liabilities are recognised initially at fair value and in the case of borrowings, trade payables and other financial liabilities, net of directly attributable transaction costs. The Company's financial liabilities include borrowings, trade payables and other financial liabilities.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognized in the Statement of Profit and Loss.

(a) Borrowings: Borrowings are initially recognised 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 recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR method. Fees paid on the establishment of loan facilities are recognised 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.

(b) 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. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(c) Financial Guarantee Obligations: The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations. Where guarantees in relation to loans or other payables of subsidiaries, joint ventures or associates are provided for no compensation, the fair values as on the date of transition are accounted for as contributions and recognised as part of the cost of the equity investment.

Derecognition:

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires.

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

Offsetting Financial Instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

3.13 Investments in subsidiaries:

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and carrying amounts are recognised in the Statement of Profit and Loss.

3.14 Cash and cash equivalents:

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits which are subject to an insignificant risk of changes in value.

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

3.15 Earnings per share:

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

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

3.16 Segment Reporting:

Based on "Management Approach" as defined in Ind AS 108 -Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates the resources based on an analysis of various performance indicators by business segments.

Segment Policies:

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole. Common allocable costs are allocated to each segment on an appropriate basis.

KAISER CORPORATION LIMITED

Notes to the financial statements for the year ended 31 March 2019

4 Property, plant and equipment **(Amount in lakhs)**

Particulars	Plant and machinery	Office equipments	Furniture and fixtures	Computers	Total
Gross Block					
As at 1 April 2017	0.12	-	0.04	0.10	0.26
Additions during the year	-	0.30	-	0.05	0.35
Disposals	-	-	-	-	-
As at 31 March 2018	**0.12**	**0.30**	**0.04**	**0.15**	**0.61**
As at 01 April 2018	**0.12**	**0.30**	**0.04**	**0.15**	**0.61**
Additions during the year	-	-	-	0.40	0.40
Disposals					
As at 31 March 2019	**0.12**	**0.30**	**0.04**	**0.55**	**1.01**
Accumulated Depreciation:					
As at 1 April 2017	0.02	-	0.03	0.06	0.11
Depreciation charge for the year	0.02	0.04	0.01	0.05	0.12
Disposals	-	-	-	-	-
As at 31 March 2018	**0.04**	**0.04**	**0.04**	**0.11**	**0.23**
As at 01 April 2018	0.04	0.04	0.04	0.11	0.23
Depreciation charge for the year	0.02	0.06	-	0.11	0.20
Disposals					
As at 31 March 2019	**0.06**	**0.10**	**0.04**	**0.22**	**0.42**
Net book value					
As at 31 March 2018	0.08	0.26	-	0.04	0.38
As at 31 March 2019	0.06	0.20	-	0.33	0.59

5 Intangible assets

(Amount in lakhs)

Particulars	Software	Total
Gross Block		
As at 1 April 2017	0.32	0.32
Additions during the year	-	-
Disposals / Transfers	-	-
As at 31 March 2018	**0.32**	**0.32**
As at 1 April 2018	0.32	0.32
Additions during the year	-	-
Disposals / Transfers	-	-
As at 31 March 2019	**0.32**	**0.32**
Accumulated Amortisation:		
As at 1 April 2017	0.03	0.03
Amortisation charge for the year	0.05	0.05
Disposals / Transfers	-	-
As at 31 March 2018	**0.08**	**0.08**
As at 1 April 2018	0.08	0.08
Amortisation charge for the year	0.05	0.05
Disposals / Transfers	-	-
As at 31 March 2019	**0.13**	**0.13**
Net book value		
As at 31 March 2018	0.24	0.24
As at 31 March 2019	0.19	0.19

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

6 Investment in subsidiaries

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Investment In Subsidiaries		
Unquoted		
Equity instruments at costs		
1,708,000 (as at 31 March 2018: 1,708,000,) Equity shares of Rs. 10 each fully paid up in Xicon International Limited	447.52	446.49
	447.52	**446.49**

7 Other financial assets

Non-current

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Security deposits		
Unsecured and considered good	1.62	1.50
	1.62	**1.50**

Current

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Other receivables	-	0.05
	-	**0.05**

8 Deferred tax assets (net)

Non-current

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Deferred tax assets:		
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis.		
Impact of provision for retirement benefits	0.09	0.15
Impact of unabsorbed business loss and unabsorbed depreciation	0.09	-
Total deferred tax assets [A]	**0.18**	**0.15**
Mat credit entitlement [B]	5.91	5.49
	5.91	**5.49**
Deferred tax liabilities:		
Property, Plant and Equipments: Impact of difference between tax depriciation and depriciation/amortization charged for the financial reporting.	0.07	0.05
Deferred tax liabilities [C]	**0.07**	**0.05**
Deferred tax assets (net) [A+B-C]	**6.02**	**5.59**

9 Other non-current assets

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Prepaid expenses	0.01	0.18
	0.01	**0.18**

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

10 Inventories

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Raw materials	0.13	0.02
Work-in-progress (net off write off)	1.05	1.27
	1.18	**1.29**

11 Trade receivables

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Secured, considered good	-	-
Unsecured, considered good	23.39	23.68
Trade Receivable which have significant increase in Credit Risk	-	-
Trade Receivable - Credit Impaired	-	-
	23.39	**23.68**

12 Cash and bank balances

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Cash and cash equivalents		
Cash in hand	0.45	0.48
Balances with banks		
In current accounts	2.35	5.75
in fixed deposits account with bank for period of less than 3 months	1.80	-
	4.60	**6.23**

13 Other current assets

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Prepaid expenses	0.32	0.32
Advance for expenses	0.01	-
Prepaid gratuity (Refer note 35)	0.62	-
	0.95	**0.32**

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

14 Equity share capital

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Authorized:		
100,000,000 (31 March 2018: 100,000,000) Equity Shares of Rs. 1 each	1,000	1,000
	1,000	1,000
Issued, subscribed and paid-up:		
52,621,020 (31 March 2018: 52,621,020) Equity Shares of Rs. 1 each	526.21	526.21
Less: Calls in arrears (from others)	(0.19)	(0.19)
	526.02	**526.02**

Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Re 1 per share. Each holder of equity shares is entitled to one vote per share. The final dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

Reconciliation of the shares and amount outstanding at the beginning and at the end of the reporting year:

(Amount in lakhs)

Particulars	As at 31 March 2019		As at 31 March 2018	
	Number	Amount	Number	Amount
Equity Shares				
Shares outstanding at the beginning of the year	52,621,020	526.21	52,621,020	526.21
Less: Shares bought back during the year	-	-	-	-
Add : Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	-	-	-	-
	52,621,020	**526.21**	**52,621,020**	**526.21**

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

Shares in the Company held by each shareholders holding more than 5 percent shares:

Name of Shareholder	As at 31 March 2019		As at 31 March 2018	
	Number	% of holding	Number	% of holding
PASK Holdings Limited	7,865,000	14.95%	7,865,000	14.95%
Amav Enterprises Limited	7,700,000	14.63%	7,700,000	14.63%
PRIT Hi-Power Private Limited	5,871,000	11.16%	5,871,000	11.16%
H L Rochat Engg Private Limited	5,353,530	10.17%	5,353,530	10.17%
Lorance Investments and Trading Limited	12,982,000	24.67%	12,982,000	24.67%
Xicon Power Products Limited	4,739,774	9.01%	4,739,774	9.01%

15 Other equity

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Capital reserve	14.03	14.03
Securities premium	7.01	7.01
Retained earning	(69.15)	(70.82)
Other comprehensive income		
Remeasurements of the net defined benefit Plans	(0.35)	(0.24)
Total	**(48.46)**	**(50.02)**

16 Provisions

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Provision for employee benefits		
Gratuity (Funded) (refer note 35)	-	0.25
	-	**0.25**

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

17 Trade payables

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Total outstanding dues of Micro Enterprises and Small Enterprises	0.44	0.50
Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	6.80	6.50
	7.24	**7.00**

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	0.44	0.50
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(iii) The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	0.04	-
(v) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	0.04	-
(vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	-	-

Note-
Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.

18 Other financial liabilities

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Fair value of financial guarantee obligation	1.03	2.00
Interest Accrued and due	0.04	-
Employee dues payable (bonus provision)	1.09	0.99
	2.16	**2.99**

19 Other current liabilities

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Statutory dues payable	1.23	1.45
	1.23	**1.45**

20 Provisions

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Provision for employee benefits		
Leave encashment	0.33	0.32
	0.33	0.32

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

21 Revenue from operations

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Revenue from contract with customers		
Sale of goods	57.87	57.90
Other operating income		
- Consultancy income	8.00	8.00
	65.87	**65.90**

22 Other income

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Interest on fixed deposits	0.03	0.06
Interest on security deposits	0.12	0.11
Gain on de-recognition of financial assets	-	0.02
Excess Provision written back	-	0.44
Financial guarantee income	2.00	1.65
	2.15	**2.28**

23 Cost of materials consumed

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Inventory at the beginning of the year	0.02	0.54
Add: Purchases	3.76	12.73
	3.78	**13.27**
Less: Inventory at the end of the year	0.13	0.02
	3.65	**13.25**

24 Purchase of stock in trade

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Purchase of stock in trade	13.98	-
	13.98	**-**

25 Changes in inventory of work-in-progress

(Amount in lakhs)

Particulars	For the quarter ended 31 March 2019	For the year ended 31 March 2018
Changes in inventories of work-in-progress		
Closing stock	1.05	1.27
Less: Opening stock	(1.27)	(1.78)
	0.22	**0.51**

26 Employee benefits expenses

(Amount in lakhs)

Particulars	For the quarter ended 31 March 2019	For the year ended 31 March 2018
Salaries, bonus and allowances	25.19	22.17
Contribution to provident and other funds	1.87	1.73
Staff welfare expenses	0.17	0.50
	27.23	**24.40**

27 Finance costs

(Amount in lakhs)

Particulars	For the quarter ended 31 March 2019	For the year ended 31 March 2018
Interest -others	0.25	-
	0.25	**-**

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

28 Depreciation and amortisation expense:

(Amount in lakhs)

Particulars	For the quarter ended 31 March 2019	For the year ended 31 March 2018
Depreciation expense	0.20	0.12
Amortisation expense	0.05	0.05
	0.25	**0.17**

29 Other expenses

(Amount in lakhs)

Particulars	For the quarter ended 31 March 2019	For the year ended 31 March 2018
Printing charges	2.99	6.50
Other manufacturing expenses	0.27	0.79
Cartage	0.57	0.83
Repairs and maintainence - others	0.45	0.47
Rent	3.81	3.66
Electricity	0.33	0.29
Rates and taxes	3.07	4.33
Communication expenses	0.21	0.26
Travelling and conveyance	0.30	0.99
Printing and stationery	0.51	0.27
Advertising and sales promotion	0.34	0.35
Legal and professional fees	4.33	1.99
Payment to auditor		
- Audit fee	2.40	3.75
- Taxation matters	0.57	0.43
- Others	0.41	0.41
Miscellaneous expenses	0.19	0.59
	20.75	**25.91**

30 Other comprehensive income

(Amount in lakhs)

Particulars	Other Item of comprehensive income	Total
For the year ended 31 March 2019		
Items that will not be reclassified to profit or loss		
(i) Remeasurement gain/(loss) on defined benefits plan	(0.15)	(0.15)
Less: Income tax relating to items that will not be reclassified to profit or loss	0.04	0.04
Total	**(0.11)**	**(0.11)**
For the year ended 31 March 2018		
Items that will not be reclassified to profit or loss		
(i) Remeasurement gain/(loss) on defined benefits plan	(0.15)	(0.15)
Less: Income tax relating to items that will not be reclassified to profit or loss	0.04	0.04
Total	**(0.11)**	**(0.11)**

31 Contingent liabilities

The Company does not have any contingent liability as at 31 March 2019 (31 March 2018: Nil).

32 Capital Commitment

The Company does not have any capital commitment as at 31 March 2019 (31 March 2018: Nil).

33 Related party disclosures

(i) Related party relationships:

Subsidiary Company	Xicon International Limited
Key management personnel	Mr. Bhushanlal Arora (Managing Director)
	Mr. Umesh Deshmukh (Company Secretary) (w.e.f. 1 February 2019)
	Mrs. Lyla Jamsheed Mehta (Chief Financial Officer) (w.e.f.25 March 2019)

Notes:
The relationships as mentioned above pertain to those related parties with whom transactions have taken place during the year.

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

(ii) Transactions with related parties:

Disclosure in relation to transaction with related parties

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Director's remuneration		
Bhushanlal Arora	20.45	18.39
	20.45	**18.39**
Key Management personnel remuneration		
Umesh Deshmukh	0.35	-
	0.35	**-**

(iii) Balances with related parties:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Investment in Equity Shares		
Xicon International Limited	447.52	446.49
	447.52	**446.49**

34 Segmental Information:

The Board of Directors of the Company collectively has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by industry classes. Accordingly, segment information has been presented for industry classes. The Company operates in a single business and geographical segment viz. Printing of labels, packaging materials, Magazines and articles of stationery within India. Accordingly, no separate disclosures for primary business and secondary geographical segment are required.

35 Retirement benefits:

a) **(a) Defined contribution plan**
The following amount recognized as an expense in Statement of profit and loss on account of provident fund and other funds. There are no other obligations other than the contribution payable to the respective authorities.

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Contribution to provident fund and other defined contribution funds	1.62	1.53

b) The Company has a defined benefit plan namely Gratuity for all its employees in the form of Group Gratuity -cum- Life Assurance Scheme. The liability for the defined benefit is determined on the basis of valuation made under the scheme at year end, which is calculated using the projected unit credit method.
The retirement benefit obligations recognized in the balance sheet represents the present value of the defined benefit obligations as adjusted for unrecognized past service cost.

The following table sets out the funded status of the gratuity plan and the amounts recognized in the Company's financial statements as at 31 March 2019.

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

(Amount in lakhs)

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Change in present value of obligation		
Present value of obligation as at 1 April	9.54	8.79
Interest cost	0.77	0.52
Service cost	0.09	0.08
Benefits paid	-	-
Actuarial (gain)/loss on obligation	0.15	0.15
Present value of obligation as at 31 March	**10.55**	**9.54**
Reconciliation of plan assets		
Plan assets as at beginning of the year	9.29	7.55
Expected return on plan assets	0.76	0.62
Contributions during the year	1.12	1.12
Benefits paid	-	-
Actuarial (gains)/ losses	-	-
Plan assets as at the end of the year	**11.17**	**9.29**
Amount recognised in the Balance Sheet		
Present value of obligation, as at 31 March	10.55	9.54
Fair value of plan assets as at 31 March	11.17	9.29
Liabilities recognised in the Balance Sheet	**(0.62)**	**0.25**
Expense recognized in the statement of profit and loss		
Current service cost	0.09	0.08
Interest cost	0.77	0.52
Expected return on plan assets	(0.76)	(0.62)
Total expense charged to profit and loss account [before tax] [A]	**0.10**	**(0.02)**
Amount recorded in Other Comprehensive Income (OCI)		
Remeasurement during the period due to :	0.15	0.15
Actuarial loss / (gain) arising from change in financial assumptions		
Amount recognised in OCI [before tax] [B]	0.15	0.15
Closing amount recognised in OCI and profit and loss [A+B]	**0.25**	**0.13**

	As at 31 March 2019	As at 31 December 2018
Net liability is bifurcated as follows :		
Current	(0.62)	-
Non-current	-	0.25
Net liability	**(0.62)**	**0.25**

Actuarial assumptions used in calculations of gratuity is as under:

Particulars	As at 31 March 2019	As at 31 March 2018
Discount rate	8%	8%
Expected return on plan assets	7.80%	7.65%
Expected rate of salary increase	5%	5%
Attriation rate	1-3% depending on age	1-3% depending on age
Mortality	LIC (2006-08) Ultimate	LIC (2006-08) Ultimate

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

36 Financial instruments- Fair values and risk management

The carrying value and fair value of financial instruments by categories as of March 31, 2019 are as follows :

(Amount in lakhs)

Particulars	At amortised costs	At fair value through profit and loss	At fair value through OCI	Total carrying value	Total fair value
Assets					
Trade receivables	23.39	-	-	23.39	23.39
Cash and cash equivalents	4.60	-	-	4.60	4.60
Other non-current financial assets	1.62	-	-	1.62	1.62
Other current financial assets	-	-	-	-	-
	29.61	**-**	**-**	**29.61**	**29.61**
Liabilities					
Trade payables	7.24	-	-	7.24	7.24
Other current financial liabilities	2.16	-	-	2.16	2.16
	9.40	**-**	**-**	**9.40**	**9.40**

The carrying value and fair value of financial instruments by categories as of March 31, 2018 are as follows :

(Amount in lakhs)

Particulars	At amortised costs	At fair value through profit and loss	At fair value through OCI	Total carrying value	Total fair value
Assets					
Trade receivables	23.68	-	-	23.68	23.68
Cash and cash equivalents	6.23	-	-	6.23	6.23
Other non-current financial assets	1.50	-	-	1.50	1.50
Other current financial assets	0.05	-	-	0.05	0.05
	31.46	**-**	**-**	**31.46**	**31.46**
Liabilities					
Trade payables	7.00	-	-	7.00	7.00
Other current financial liabilities	2.99	-	-	2.99	2.99
	9.99	**-**	**-**	**9.99**	**9.99**

The fair values of the financial assets and financial liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

37 Leases

Disclosure as required under Ind AS 17 "Accounting for Leases" is given below:
The Company has entered into one lease agreement for the use of office premises for a period of 3 years in the nature of operating lease.
The future minimum lease payments as per the lease agreements are as follows:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Not later than one year	-	0.10
Later than one year and not later than five years	-	-

The amount of minimum lease payments with respect to the above lease recognized in the statement of profit and loss for the year is Rs. 3.81 Lakhs (previous year Rs. 3.66 Lakhs).

38 Earnings Per Share

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Net profit after tax available for equity share holders for basic and diluted earning per share (Amount in INR)	1.67	3.30
Weighted average number of equity shares outstanding during the year for basic and diluted earnings per share (Number)	52,621,020	52,621,020
Face value of share (Rs.)	1.00	1.00
Basic and diluted earnings per share (Rs.)	0.003	0.006

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

39 **a)** Provision for current tax for the year has been made under Minimum Alternate Tax (MAT) as per provisions of Section 115JB of the Income-Tax Act, 1961.

b) MAT credit entitlement of Rs 0.41 Lakhs; (31 March 2018: Rs. 0.35 Lakhs) is recognized during the year being the difference of the tax paid under sub-section (1) of Section 115 JB and the amount of tax payable on the total income computed in accordance with the Income Tax Act, 1961.

40 Risk management

Financial risk management

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk, market risk and interest rate. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is credit risk.

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk also arises from cash and cash equivalent, deposit with banks, loans, credit exposure to clients including outstanding accounts receivable and other financial assets. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counter party credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counter parties, taking into account their financial position, past experience and other factors.

Exposure to credit risk
Financial asset for which loss allowance is measured using expected credit loss model:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Financial year		
Trade receivables	23.39	23.68
Cash and cash equivalents	4.60	6.23
Other non-current financial assets	1.62	1.50
Other current financial assets	-	0.05
At end of the year	**29.61**	**31.46**

Revenue / Trade receivable
The Company limits its exposure to credit risk from trade receivable by establishing a maximum payment period of 60-120 days. Also, Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment.

Company have provided details of revenue from revenue from single largest customer, revenue from top 5 customer and ageing of trade receivable below:

a) The following table gives details in respect of revenues generated from top customer and top 5 customers:

(Amount in lakhs)

Particulars	For the financial year	
	2018-19	2017-18
Revenue from top customer	42.17	49.32
Revenue from top 5 customers	63.80	57.63

Three and one customer accounted for more than 10% of the revenue for the year ended
31 March 2019 and 31 March 2018, respectively.

b) The following table gives below are the ageing analysis of the trade receivable from the date of invoice falls due:

Ageing analysis of the age of trade receivable amounts that are not due as at the end of reporting year:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Within credit days	11.79	5.08

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

Ageing analysis of the age of trade receivable amounts that are past due as at the end of reporting year but not impaired:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Less than 60 days	5.46	1.96
61 to 180 days	5.59	9.38
Over 180 days	0.55	7.26
Total at the end of the period	**11.60**	**18.60**

The Company has used a practical expedient for computing expected credit loss allowance for trade receivables taking into account historical credit loss experience. As per management assessment, no provision was made for expected credit loss as there is no history of significant default and significant delay in collection.

Balances with Banks and other financial assets:

For banks only high rated banks/institutions are accepted. The Company holds cash and cash equivalents with bank, which are having highest safety ratings based on ratings published by various credit rating agencies. The Company considers that its cash and cash equivalents have low credit risk based on external credit ratings of the counter parties.
For other financial assets, the Company assesses and manages credit risk based on reasonable and supportive forward looking information. The Company does not have significant credit risk exposure for these items.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management.

The working capital position of the Company is given below:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Cash and cash equivalents	4.60	6.23
Trade and other receivables	23.39	23.68
Inventory	1.18	1.29
Other financial assets	-	0.05
Total	**29.17**	**31.25**

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2019 and 31 March 2018.

(Amount in lakhs)

Particulars	Less than 1 year	1-5 years	5 years and more	Total
As at 31 March 2019				
Non derivatives				
Trade and other payables	7.24	-	-	7.24
Other financial liabilities	1.13	-	-	1.13
Total	**8.37**	**-**	**-**	**8.37**
As at 31 March 2018				
Trade and other payables	7.00	-	-	7.00
Other financial liabilities	0.99	-	-	0.99
Total	**7.99**	**-**	**-**	**7.99**

KAISER CORPORATION LIMITED
Notes to the financial statements for the year ended 31 March 2019

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have any variable interest rate financial instruments and hence the Company does not have interest risk at the balance sheet date (31 March 2018: Nil)

Capital management

The objectives when managing capital are to safeguard the reporting entity's ability to continue as a going concern, so that it can continue to provide returns for owners and benefits for other stakeholders, and to provide an adequate return to owners by pricing the sales commensurately with the level of risk. The management sets the amount of capital to meet its requirements and the risk taken. There were no changes in the approach to capital management during the reporting year. The management manages the capital structure and makes adjustments to it where necessary or possible in the light of changes in conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the management may adjust the amount of dividends paid to owners, return capital to owners, issue new shares, or sell assets to reduce debt. The management monitors the capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt/adjusted capital (as shown below). Net debt is calculated as total borrowings less cash and cash equivalents. Adjusted capital comprises all components of equity.

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Trade payables	7.24	7.00
Other financial liabilities	2.16	2.99
Less cash and cash equivalents	4.60	6.23
Net debts [A]	**4.80**	**3.76**
Equity share capital	526.02	526.02
Other equity	(48.46)	(50.02)
Total Equity [B]	**477.56**	**476.00**
Capital and Net Debt [C= A+B]	**482.36**	**479.76**
Debt-to-adjusted capital ratio (%) [A/C]	**1.00**	**0.78**

41 Income tax

Income tax expense in the statement of profit and loss consists of:

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Current income tax	-	(0.40)
Current income tax (Mat)	(0.41)	(0.35)
Mat credit entitlement	0.41	0.35
Deferred tax	(0.02)	(0.24)
Income tax expense recognised in the statement of profit or loss [A]	**(0.02)**	**(0.64)**
Income tax recognised in other comprehensive income	0.04	0.04
Income tax expense recognised in the other comprehesive income [B]	**0.04**	**0.04**
Total [A+B]	**0.02**	**0.60**

The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Profit before tax	1.69	3.94
Enacted income tax rate in India	19.24%	25.75%
Computed expected tax expense	0.33	1.00
Effect of:		
Expenses not deductible for tax purpose	(0.35)	(0.40)
Tax effect on remeasurement gain/(loss) on defined benefit plan recognised in OCI	0.04	0.04
Income tax expense recognised in the statement of profit and loss	**0.02**	**0.64**

KAISER CORPORATION LIMITED

Notes to the financial statements for the year ended 31 March 2019

The tax rates under Indian Income Tax Act, for the year ended 31 March 2019 and 31 March 2018 is 19.24% and 25.75% respectively.

42 The Company has provided corporate guarantees to a lending bank on behalf of its subsidiary company. As on Balance Sheet date, the subsidiary has drawn an amount of Rs. 515.25 lakhs (As of 31 March 2018 Rs. 380.06 lakhs) from the lending Bank.

43 The Company has adopted Ind AS 115 "Revenue from Contracts with Customers" from 01 April 2018. Based on the assessment done by the Management, there is no impact on the revenue recognised during the year.

44 Events after the end of the reporting date

No subsequent event has been observed which may required an adjustment to the statement of financial position.

Signature to Notes 1 to 44

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora	Anagha Korde	Umesh Deshmukh
Managing Director	Director	Company Secretary
DIN No. 00416032	DIN No. 02562003	Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

INDEPENDENT AUDITORS' REPORT

To,
The Members of
Kaiser Corporation Limited

Report on the audit of Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Kaiser Corporation Limited (hereinafter referred to as "the Holding Company") and its subsidiary company (the Holding Company and its subsidiary company together referred to as "the Group") and its associate comprising of the Consolidated Balance Sheet as at March 31, 2019, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standard prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standard) Rules 2015 as amended ("Ind AS") and the accounting principles generally accepted in India, of their consolidated state of affairs of the Group as at 31 March 2019, the consolidated profit and consolidated total comprehensive income, the consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Sr. No.	Key Audit Matters	Auditors' Response
1.	**Recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 "Revenue from Contracts with Customers."** The application of the new revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period. Additionally, new revenue accounting standard contains disclosures which involve	**Principal Audit Procedures** • Assessed the Company's revenue recognition policy prepared as per Ind AS 115 'Revenue from contracts with customers'. • Assessed the design and tested the operating effectiveness of internal controls related to revenue recognition, discounts and rebates. • Performed sample tests of individual sales transaction and traced to sales invoices, sales orders and other related documents.

Sr. No.	Key Audit Matters	Auditors' Response
	collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date. (Refer note 3.06 to the consolidated financial statements). Accordingly, due to significant risk associated with revenue recognition in accordance with term of Ind AS115 "Revenue from contracts with customer", it was determined to be a key audit matter in our audit of consolidated Ind AS financial statements.	• To test cut off selected sample of sales transactions made pre-and post-year end, agreeing the period of revenue recognition to third party support, such as transporter invoice and customer confirmation of receipt of goods. • Obtained confirmations from customers on sample basis to support existence assertion of trade receivables and assessed the relevant disclosures made in the financial statements; to ensure revenue from contracts with customers are in accordance with the requirements of relevant accounting standards. • Selected a sample of continuing and new contracts and performed the following procedures: a) Read analyzed and identified the distinct performance obligations in these contracts. b) Compared these performance obligations with that identified and recorded by the Company. c) Considered the terms of the contracts to determine the transaction price including any variable consideration, to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration. d) In respect of fixed price contracts, progress towards satisfaction of performance obligation. e) Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.
2.	**Assessment of receivables and provisions for doubtful debts** Review of trade receivables for more than 180 days of Rs. 193 Lakhs is considered to be a risk area due to size of the balances as well as their realisation. Accordingly, it was determined to be a key audit matter in our audit of consolidated Ind AS financial statements	**Principal Audit Procedures** Obtained the ageing analysis of receivables and verified the correctness of the information provided. Verified the reasonableness of the management for writing off the receivables based on the communication done with the respective customers. Obtained the management comments for outstanding for more than 180 days and verify the genuineness of the information given based on the correspondence available. Verified the subsequent realisation of the receivables with bank statements and obtained confirmations from customers on sample basis to support existence assertion of trade receivables. In case where, neither confirmation received nor subsequent realization, perform the alternative procedure to identify the genuineness of the transactions.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report, Corporate Governance etc. but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiary company audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiary company is traced from their financial statements audited by the other auditors. 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.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance (including other Comprehensive Income), consolidated changes in equity and consolidated cash flows of the Group in accordance with the Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India.

The respective Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for the safeguarding the assets of the Group 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 Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

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

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing the Group's financial reporting process.

Auditors' Responsibility for the audit of Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(I) of the Act, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

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

Other Matter

We did not audit the financial statements of a subsidiary company, whose financial statements reflect total assets of Rs. 2,306.16 Lakhs and net assets of Rs. 644.94 Lakhs as at March 31, 2019, total revenues of Rs. 2,092.21 Lakhs and net cash outflows amounting to Rs.18.39 Lakhs for the year ended on that date, as considered in the consolidated financial statements before giving effect of elimination of intra-group transactions. The consolidated financial statements also include the Group's share of net loss (including other comprehensive income) of Rs. 0.21 Lakhs for the year ended March 31, 2019, as considered in the consolidated financial statements, in respect of an associate and, whose financial statements have not been audited by us. These financial statements have been audited by the other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of subsidiary company and associate, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary company and associate, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements above, and our report on the Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, based on our audit and on the consideration of the report of other auditors on separate financial statements and other financial information of subsidiary company and associate, as noted in the 'other matters' paragraph, we report, to the extent applicable, that :

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income),Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows, dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

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

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company and associate incorporated in India, none of the directors of the Group companies and its associate company incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company, its subsidiary company and its associate incorporated in India and operating effectiveness of such controls, referred to in our separate Report in "Annexure A";

(g) With respect to the other matters to be included in Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors') Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiary company and its associate as noted in the 'Other matters' paragraph;

i. There were no pending litigations which would impact the consolidated financial position of the Group and it's associate;
ii. The Group and its associate did not have any material foreseeable losses on long-term contracts including derivative contracts and
iii. There were no amount, required to be transferred, to the Investor Education and Protection Fund by the Group and its associate.

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.: 102306

Place: Mumbai
Date: 30 May 2019

by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT
(Referred to in paragraph 1(f) under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date on the Consolidated Financial Statements of Kaiser Corporation Limited)

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2019, we have audited the internal financial controls over financial reporting of Kaiser Corporation Limited ("the Holding Company") and its subsidiary company, (the Holding Company and its subsidiary company together referred to as "the Group") and its associate, which are the companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary company and its associate which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on, the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 internal financial controls over financial reporting of the Company and its subsidiary company and associate company, which are companies incorporated in India. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI") and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, 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 judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the other matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) 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 further 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, the Holding Company, its subsidiary company and its associate which are companies incorporated in India have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal financial control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3) (I) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting, in sofar as it relates to one subsidiary company and one associate, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Suresh Surana & Associates LLP
Chartered Accountants
Firm's Reg. No.: 121750W/W-100010

Ramesh Gupta
Partner
Membership No. 102306

Place: Mumbai
Dated: 30 May 2019

KAISER CORPORATION LIMITED
Consolidated Balance Sheet as at 31 March 2019

(Amount in lakhs)

Particulars	Notes	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
ASSETS				
Non-current assets				
Property, plant and equipment	4	231.63	253.10	270.48
Goodwill	5	210.46	210.46	210.46
Other Intangible assets	5	1.35	1.45	2.60
Investments accounted for using the equity method	6	26.43	26.51	25.36
Financial assets				
(i) Investments	6	0.84	0.84	0.77
(ii) Other financial assets	7	6.31	7.93	8.73
Deferred tax assets (net)	8	6.02	5.59	5.44
Income tax assets (net)		6.22	18.14	1.98
Other non-current assets	9	14.22	34.84	33.61
Total non-current assets		**503.48**	**558.86**	**559.43**
Current assets				
Inventories	10	176.03	121.67	98.80
Financial assets				
(i) Trade receivables	11	1652.16	892.05	996.52
(ii) Cash and cash equivalents	12	15.14	35.15	28.92
(iii) Bank balances other than (ii) above	12	59.56	41.32	87.97
(iv) Loans	13	1.11	0.59	1.52
(iv) Other financial assets	7	31.24	5.88	16.63
Other current assets	14	119.87	28.20	104.53
Total current assets		**2055.11**	**1124.86**	**1334.89**
TOTAL ASSETS		**2558.59**	**1683.72**	**1894.32**
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital	15	526.02	526.02	526.02
Other equity	16	87.95	38.55	100.48
TOTAL EQUITY		**613.97**	**564.57**	626.50
Non-controlling interests		274.06	233.66	285.59
		888.03	**798.23**	912.09
Non-current liabilities				
Financial Liabilities				
(i) Borrowings	17	-	14.64	-
Provisions	18	4.18	4.36	6.00
Total non-current liabilities		**4.18**	**19.00**	**6.00**
Current liabilities				
Financial liabilities				
(i) Borrowings	19	515.25	330.85	336.64
(ii) Trade payables	20			
Outstanding dues of micro enterprises and small enterprises		169.84	23.43	10.81
Outstanding dues of creditors other than micro enterprises and small enterprises		938.75	440.91	595.66
(iii) Other financial liabilities	21	20.54	35.56	1.36
Other current liabilities	22	12.19	28.12	22.25
Provisions	23	9.81	7.62	9.51
Total current liabilities		**1666.38**	**866.49**	**976.23**
TOTAL LIABILITIES		**1670.56**	**885.49**	**982.23**
TOTAL EQUITY AND LIABILITIES		**2558.59**	**1683.72**	**1894.32**

Summary of significant accounting policies 3
The accompanying notes form an integral part of the consolidated financial statements

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora
Managing Director
DIN No. 00416032

Anagha Korde
Director
DIN No. 02562003

Umesh Deshmukh
Company Secretary
Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

KAISER CORPORATION LIMITED

Consolidated Statement of Profit and Loss for the year ended 31 March 2019

(Amount in lakhs)

Particulars	Notes	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
INCOME			
Revenue from operations	24	2158.08	1608.83
Other income	25	13.07	21.15
Total income		**2171.15**	**1629.98**
EXPENSES			
Cost of materials consumed	26	441.33	406.92
Excise duty	29	-	19.67
Purchases of stock-in-trade	28	570.52	257.55
Changes in inventory of work in progress, finished goods	27	(13.99)	17.71
Employee benefits expense	30	221.05	226.73
Finance costs	31	57.06	41.75
Depreciation and amortisation expenses	32	32.54	36.08
Other expenses	33	749.69	739.53
Total Expenses		**2058.20**	**1745.94**
Profit before non-controlling interests/share in net profit /(loss) of associate		**112.95**	**(115.96)**
Share of profit /(loss) of associate		(0.21)	1.05
Profit /(loss) before tax		**112.74**	**(114.91)**
Tax expense:	52		
(1) Current tax		(23.40)	(0.40)
(2) Current tax (MAT)		(0.41)	(0.35)
(3) MAT credit entitilement		0.41	0.35
(4) Deferred tax charge		(0.02)	(0.24)
(5) Tax adjustment of earlier years		0.89	(2.38)
Tax expense		**(22.53)**	**(3.02)**
Profit /(loss) after tax [A]		**90.21**	**(117.93)**
Other comprehensive income, net of tax	34		
Items that will not be reclassified subsequently to profit or loss			
Remeasurement gain/(loss) on defined benefits plan		(0.58)	3.86
Less: Income tax expense		0.04	0.04
Fair value changes on equity instruments through other comprehensive income*		0.00	0.07
		-	-
Less: Income tax expense			
Share of Other Comphrehensive Income in associates to the extent not classified in profit or loss		0.13	0.10
Other comprehensive income / (loss) for the year,net of tax (B)		**(0.41)**	**4.07**
Total comprehensive income /(loss) for the year (A + B)		**89.80**	**(113.86)**
Total comprehensive income / (loss) attributable to:			
Owners of the Parent		49.40	(61.93)
Non-controlling interests		40.40	(51.93)
Of the Total Comprehensive income / (loss) included above, Profit / (loss) for the year attributable to :			
Owners of the Parent		49.68	(64.13)
Non-controlling interests		40.53	(53.80)
Of the Total Comprehensive income /(loss) included above, Other comprehensive income / (loss) attributable to:			
Owners of the Parent		(0.28)	2.20
Non-controlling interests		(0.13)	1.87
Earnings per equity share:	50		
Basic and diluted (in Rs.)		0.17	(0.22)

*Fair value changes on equity instruments through other comprehensive income for the year ended 31 March 2019- Rs.400.

Summary of significant accounting policies 3

The accompanying notes form an integral part of the consolidated financial statements

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora
Managing Director
DIN No. 00416032

Anagha Korde
Director
DIN No. 02562003

Umesh Deshmukh
Company Secretary
Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

KAISER CORPORATION LIMITED

Consolidated Statement of Cash Flow for the year ended 31 March 2019

(Amount in lakhs)

Sr. No.	Particulars		For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
A	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit /(Loss) before tax		112.74	(114.91)
	Adjustments for			
	Depreciation and amortisation expenses		32.54	36.08
	(Profit) / loss on sale of property, plant and equipment		0.11	(0.40)
	Interest income		(2.40)	4.04
	Finance cost		57.06	41.75
	Excess provision / sundry balances written back (net)		4.37	0.44
	Dividend income on investments		(0.01)	(0.01)
	Share of profit of associate		0.21	(1.05)
	Operating profit before working capital adjustments		**204.62**	**(34.06)**
	Adjustments for			
	(Increase)/decrease in inventories		(54.36)	(22.87)
	(Increase)/decrease in trade and other receivables		(854.90)	174.67
	Increase/(decrease) in trade and other payables		610.36	(136.27)
	Cash generated/(used) in operations		(94.28)	(18.53)
	Income tax paid / refund (net)		(11.00)	(3.21)
	Cash generated/(used) in operations	**[A]**	**(105.28)**	**(21.74)**
B	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Purchase of property, plant and equipments (including capital work in progress)		(11.21)	(18.68)
	Sale of property, plant and equipments		0.03	1.53
	Purchase of intangible assets		0.10	-
	(Investment in) / proceeds from fixed deposits of more than three months of original maturity		(18.24)	46.65
	Loan given		(0.52)	1.29
	Interest income		2.40	(4.04)
	Dividend income		0.01	0.01
	Cash generated/(used) in investing activities	**[B]**	**(27.43)**	**26.76**
C	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Proceeds from long term borrowings		(14.64)	48.75
	Proceeds / (repayment) of short term borrowings (net)		184.40	(5.79)
	Finance cost		(57.06)	(41.75)
	Cash generated/(used) in financing activities	**[C]**	**112.70**	**1.21**
	Net increase/(decrease) in cash and cash equivalents	**(A+B+C)**	**(20.01)**	**6.23**
	Cash and cash equivalents at the beginning of the year		35.15	28.92
	Cash and cash equivalents at the end of the year		15.14	35.15

Notes:
1. All figures in bracket are outflow.
2. The consolidated cash flow statements has been prepared under indirect method as per Ind AS 7 "Statement of Cash Flows".

Summary of significant accounting policies - see note 3
The accompanying notes form an integral part of the consolidated financial statements

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora
Managing Director
DIN No. 00416032

Anagha Korde
Director
DIN No. 02562003

Umesh Deshmukh
Company Secretary
Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

KAISER CORPORATION LIMITED

Consolidated Statement of Changes in Equity for the year ended 31 March 2019

A Equity share capital

(Amount in lakhs)

Particulars	Number	Amount
Balance as at 01 April 2017	**52,621,020**	**526.02**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2018	**52,621,020**	**526.02**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2019	**52,621,020**	**526.02**

B Other equity

(Amount in lakhs)

Particulars	Attributable to equity shareholders of holding company						Total	Non controlling interest	Total
	Other equity				Items of OCI				
	Capital reserve	Security premium	General reserve	Retained earnings	Net gain/ (loss) on FVTOCI equity securities	Remeasurement of net defined benefit liability/asset			
Balance as at 01 April 2017 (Restated) (Refer note 58)	**14.03**	**7.01**	**-**	**80.02**	**(0.23)**	**(0.35)**	**100.48**	**285.59**	**386.07**
Loss for the year	-	-	-	(64.13)	-	-	(64.13)	(53.80)	(117.93)
Other comprehensive income for the year	-	-	-	-	-	2.13	2.13	1.87	4.00
Fair value value adjustment	-	-	-	-	0.07	-	0.07	-	0.07
Balance as at 31 March 2018	**14.03**	**7.01**	**-**	**15.89**	**(0.16)**	**1.78**	**38.55**	**233.66**	**272.21**
Balance as at 01 April 2018 (Restated) (Refer note 58)	**14.03**	**7.01**	**-**	**15.89**	**(0.16)**	**1.78**	**38.55**	**233.66**	**272.21**
Profit for the year	-	-	-	49.68	-	-	49.68	40.53	90.21
Other comprehensive income for the year	-	-	-	-	-	(0.28)	(0.28)	(0.13)	(0.41)
Fair value value adjustment*	-	-	-	-	0.00	-	0.00	-	0.00
Balance as at 31 March 2019	**14.03**	**7.01**	**-**	**65.57**	**(0.16)**	**1.50**	**87.95**	**274.06**	**362.01**

*Fair value changes on equity instruments through other comprehensive income for the year ended 31 March 2019- Rs.400.

Summary of significant accounting policies - see note 3

The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date attached

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora
Managing Director
DIN No. 00416032

Anagha Korde
Director
DIN No. 02562003

Umesh Deshmukh
Company Secretary
Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

1 CORPORATE INFORMATION :

Kaiser Corporation Limited ("the Holding Company") is engaged in the business of printing of labels and cartons in India. The Company was incorporated on 20 September 1993, having its registered office at Timmy Arcade, Fourth Floor, unit no. 406, Makwana Road, Andheri (East), Mumbai - 400059.The Company has one subsidiary namely, Xicon International Limited which is engaged in offering Turnkey Project Management and Engineering services.

These financial statements of the Group for the year ended 31 March 2019 were authorized for issue by the Board of Directors on 30 May 2019.

2 BASIS OF PREPARATION AND PRESENTATION

2.01 Basis of preparation of financial statements:

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values and the provision of the Companies Act, 2013.In addition, the guidance notes/annoucements issued by the Institute of Chartered Accountants of India (ICAI) are also applied except where compliance with other statutory promulgations requires a different treatment.
The Ind AS are presented under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and the accounting principles generally accepted in India.
The consolidated financial statements are presented in Indian Rupee and all values are stated in Rs. Lakhs or decimal thereof, except when otherwise indicated. Wherever the amount represents '0' (zero), value construes less than Rupees five hundred.

2.02 Key accounting estimates and judgments:

The preparation of consolidated financial statements in conformity of Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosures of contingent assets and contingent liabilities at the date of financial statements, income and expenses during the period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods which are affected.

Application of accounting policies that require critical accounting estimates and assumption having the most significant effect on the amounts recognized in the financial statements are:

Useful life of property, plant and equipment
Useful life of intangible assets
Measurement of defined benefit obligation
Valuation of financial instruments

2.03 Current versus non-current classification:

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

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

All other liabilities are classified as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.
The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.04 Standards issued but not yet effective:

Ind AS 116 Leases: On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116- Leases. Ind AS 116 will replace the existing leases Standard Ind AS 17 Leases and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of Profit & Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The standard permits two possible methods of transition:

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

• Full retrospective – Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors
• Modified retrospective – Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application. Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:
• Its carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application or
• An amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application.

Certain practical expedients are available under both the methods.

On completion of evaluation of the effect of adoption of Ind AS 116, the Group is proposing to use the 'Modified Retrospective Approach' for transitioning to Ind AS 116, and take the cumulative adjustment to retained earnings, on the date of initial application (April1,2019). Accordingly, comparatives for the year ended March 31, 2019 will not be retrospectively adjusted. The Group has elected certain available practical expedients on transition.

The effect of adoption as on transition date would majorly result in an increase in Right of use asset approximately by Rs. 4 lakhs and an increase in lease liability approximately by Rs. 4 lakhs.

Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments: On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The standard permits two possible methods of transition - i) Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, without using hindsight and ii) Retrospectively with cumulative effect of initially applying Appendix C recognized by adjusting equity on initial application, without adjusting comparatives. The effective date for adoption of Ind AS 12 Appendix C is annual periods beginning on or after April 1, 2019.The Group will adopt the standard on April 1, 2019.The effect on adoption of Ind AS 12 Appendix C is expected to be insignificant.

Amendment to Ind AS 19 – plan amendment, curtailment or settlement- On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements. The amendments require an entity:
• to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and
• to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

Effective date for application of this amendment is annual period beginning on or after April 1, 2019.

The Group will adopt the standard on April 1, 2019.The effect on adoption of Ind AS 19 is expected to be insignificant.

3 Summary of significant accounting policies

3.01 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Holding Company and its subsidiary (together referred to as the "Group" as at 31 March 2019. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:
(i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee).
(ii) Exposure, or rights, to variable returns from its involvement with the investee, and
(iii) The ability to use its power over the investee to affect its returns
Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:
a) The contractual arrangement with the other vote holders of the investee
b) The ability to use its power over the investee to affect its returns
c) The Group's voting rights and potential voting rights
d) The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

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

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

The consolidated financial statements have been prepared on the following basis:
(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

KAISER CORPORATION LIMITED
Notes to the consolidated financial statements for the year ended 31 March 2019

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognized in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

(d) Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation except as stated in point © above.

(e) Investments in associate

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see (f) below), after initially being recognised at cost.

(f) Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit and loss, and the Group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment. When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity. Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group. The carrying amount of equity accounted investments are tested for impairment.

(g) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in Consolidated Profit and Loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to Consolidated Statement of Profit and Loss.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

(h) The excess of cost to the Parent Company of its investment in the subsidiary over the Parent Company's portion of equity of the subsidiary is recognised in the Consolidated Financial Statements as Goodwill. This Goodwill is tested for impairment at the end of the financial year. The excess of Parent Company's portion of equity over the cost of investment as at the date of its investment is treated as Capital Reserve.

(I) The financial statements of the subsidiaries / associates used in consolidation are drawn upto the same reporting date as that of the Parent Company.

3.02 a) Following subsidiary companies and entities which are contolled by the Company are consolidated:

Sr. No.	Name of the Company	Country of incorporation and principal place of business	Nature of Principal activity	Proportion of equity interest		Date of becoming subsidiary
				As at 31 March 2019	As at 31 March 2018	
Subsidiary companies						
1.	Xicon International Limited	India	Infrastructure Project	55.25%	55.25%	01.05.2011

b) Associate

Sr. No.	Name of the Company	Country of incorporation and principal place of business	Nature of Principal activity	Proportion of equity interest		Date of becoming associate
				As at 31 March 2019	As at 31 March 2018	
1.	Heat Trace Xicon Limited** (39.81% i.e. 248,398 out of 624,002 shares held by Xicon International Limited)	India	Manufacturing and trading of electrical heat tracing and heat hoppers	21.99%*	21.99%	01.05.2011

* effective holding

** Associates of Xicon International Limited

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

3.03 Business combinations and goodwill

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

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognized and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits, respectively

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in other comprehensive income ("OCI") and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognizes the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized in profit or loss. An impairment loss recognized for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

Business combinations involving entities or businesses under common control shall be accounted for using the pooling of interests method - wherein:

(a) The assets and liabilities of the combining entities are reflected at their carrying amounts.

(b) The excess, if any, in the value of net assets and reserves to be vested in the transferee company, would be credited to the 'Capital Reserve Account'.

(c) No adjustments are made to reflect fair values, or recognize any new assets or liabilities. The only adjustments that are made are to harmonize accounting policies. The business combination has been restated from earliest period presented.

Foreign currencies

Functional and Presentation Currency

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is Group's functional and presentation currency.

3.04 Transactions and Balances

Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction. Foreign exchange gains and losses from settlement of these transactions, and from translation of monetary assets and liabilities at the reporting date exchange rates are recognised in the Consolidated Statement of Profit and Loss except in case of certain long term foreign currency monetary items where the treatment as under:

Non monetary items which are carried at historical cost denominated in foreign currency are reported using the exchange rates at the dates of the transaction.

Foreign exchange gains and losses are presented in the Consolidated Statement of Profit and Loss on a net basis.

3.05 Fair value measurement

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:

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

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

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

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

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

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing 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 recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

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

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

3.06 Revenue recognition

Revenue from contracts with customer is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services

Ind AS 115 "Revenue from contracts with Customers" provides a control-based revenue recognition model and provides a five step application approach to be followed for revenue recognition.

A) Identify the contract(s) with customer;
B) Identify the performance obligations;
C) Determine the transaction price;
D) Allocate the transaction price to the performance obligations;
E) Recognise revenue when or as an entity satisfies performance obligation.

Revenue from operations
Sale of goods
Revenue from sale of goods is recognised net of indirect taxes.

Erection and commissioning, Claims including escalation charges and Contractual liquidated damages
Revenue on erection and commissioning of contracts is recognised on the 'Percentage of completion method'. Claims including escalation are recognised as revenue on client's acceptance or evidence of acceptance. Contractual liquidated damages payable for delays in completion of contract work or for other causes are accounted for at costs when deducted, and/or when such delays and causes are attributable to the Company.

3.07 Other income:
Interest income
Under Ind AS109, Interest income is recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial assets other than credit-impaired assets and financial assets classified as measured at fair value through Profit and loss (FVTPL)

Dividend Income
Dividend income from investments is recognised when the shareholders' rights to receive payment have been established.

3.08 Taxes
i) Current income tax
Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the end of the reporting period in the countries where the Company operates and generates taxable income.

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Current income taxes are recognized in profit or loss except to the extent that the tax relates to items recognized outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates position taken in the tax returns with respect to situations in which applicable tax regulations are subjected to interpretation and establishes provisions where appropriate.

ii) Deferred income tax

Deferred income tax assets and liabilities are recognized for all temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred income tax assets is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax loss can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

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

3.09 Property, plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and where applicable accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials, direct labour and any other costs directly attributable to bringing the asset to a working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment.

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

Subsequent Cost

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Consolidated Statement of Profit and Loss during the reporting period in which they are incurred.

Capital Work in Progress (CWIP) includes cost of property, plant and equipment under installation / under development, as at balance sheet date. All project related expenditure viz. civil works, machinery under erection, construction and erection materials, preoperative expenditure incidental / attributable to the construction of projects, borrowing cost incurred prior to the date of commercial operations and trial run expenditure are shown under CWIP. These expenses are net of recoveries and income (net of tax) from surplus funds arising out of project specific borrowings.

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.

Property, Plant and Equipment are eliminated from the Consolidated Financial Statements, either on disposal or when retired from active use.

Gains and losses on disposals or retirement of assets are determined by comparing proceeds with carrying amount. These are recognized in the Consolidated Statement of Profit and Loss.

Depreciation

Property, Plant and Equipment have been depreciated under straight line method (except in case of Xicon International Limited, the depreciation has been provided on written down value method) as per the useful life and in the manner prescribed in Schedule II to the Act.

3.10 Intangible assets

Intangible assets that are acquired by the Company, which have finite useful lifes, are measured at cost less accumulated amortisation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the intangible asset.

Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it

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relates. All other expenditure, including expenditure on internally generated goodwill and brands, are recognized in profit or loss as incurred.

Amortisation of intangible assets with finite useful lives:

Asset class	Useful life as per management	Amortisation method
Computer software	3- 6 years	Amortisation on straight line basis

Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

3.11 Derecognition of assets

An item of intangible asset and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the income statement when the asset is derecognized.

Amortisation Method:

Computer software is amortized under the straight line method over a period of 3 - 6 years for which the Group expects the benefits to accrue.

Borrowing costs

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

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

3.12 Inventories:

i) Inventories are valued at weighted average method or net realizable value whichever is lower. Obsolete, defective and unserviceable stocks are provided for, whenever required.
ii)Work in process includes material cost, cost of conversion and other costs incurred in bringing them to their present location and condition.
iii)Stores and spares are charged / written off to the manufacturing and operating expenses in the year of purchase.

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

3.13 Provisions, contingent liabilities and contingent assets

Provisions for legal claims and returns are recognised when the Group 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 recognised 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 recognised as finance cost.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is probable that an outflow of resources will not be required to settle the obligation. However, if the possibility of outflow of resources, arising out of present obligation, is remote, it is not even disclosed as contingent liability.

A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the notes to Consolidated Financial Statements. A Contingent asset is not recognized in Consolidated Financial Statements, however, the same is disclosed where an inflow of economic benefit is probable.

3.14 (a) Impairment of financial assets

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financial assets in FVTPL category.

For financial assets other than trade receivables, as per Ind AS 109, the Group recognizes 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial assets increases significantly since its initial recognition. The Group's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognized in Statement of Profit and Loss.

(b) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use.

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Recoverable amount is determined for an individual asset. unless the asset does not generate cash inflows that are largely independent of those from other assets or Group's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

3.15 Financial instruments

Financial assets

Initial recognition and measurement
Financial assets are recognized when the Group becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognized at fair value, in case of Financial assets which are recognized at fair value through profit and loss (FVTPL), its transaction cost are recognized in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Subsequent measurement
Financial assets are subsequently classified as measured at

• **amortized cost:** Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortized cost using the effective interest rate ('EIR') method less impairment, if any. The amortization of EIR and loss arising from impairment, if any is recognized in the Statement of Profit and Loss.

• fair value through profit and loss (FVTPL): A financial asset not classified as either amortized cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognized as 'other income' in the Statement of Profit and Loss.

• fair value through other comprehensive income (FVOCI): Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognized in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognized in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Group changes its business model for managing financial assets.

Debt Instruments:
Debt instruments are initially measured at amortized cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

(a) **Measured at amortized cost**: Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortized cost using the effective interest rate ('EIR') method less impairment, if any. The amortization of EIR and loss arising from impairment, if any is recognized in the Statement of Profit and Loss.

(b) **Measured at fair value through other comprehensive income:** Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognized in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognized in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

(c) **Measured at fair value through profit or loss:** A financial asset not classified as either amortized cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognized as 'other income' in the Statement of Profit and Loss.

Equity Instruments:
All investments in equity instruments classified under financial assets are initially measured at fair value , the Group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Group makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognized as other income in the Statement of Profit and Loss unless the Group has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognized in OCI. Amounts recognized in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognized as 'other income' in the Statement of Profit and Loss.

Trade Receivables and Loans:
Trade receivables and loans are initially recognized at fair value. Subsequently, these assets are held at amortized cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Derecognition
The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

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Financial Liabilities:

Initial recognition and measurement

Financial liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortized cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognized at fair value and subsequently, these liabilities are held at amortized cost, using the effective interest method.

Subsequent measurement

Financial liabilities at amortized cost: After initial measurement, such financial liabilities are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the Consolidated Statement of Profit and Loss.

(a) Borrowings: Borrowings are initially recognised 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 recognised in the Consolidated Statement of Profit and Loss over the period of the borrowings using the effective interest rate method. Fees paid on the establishment of loan facilities are recognised 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.

(b) Trade and Other Payables: These amounts represent liabilities for goods and services provided to the Group 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. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest rate method.

Derecognition:

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

Offsetting financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

3.16 Employee Benefits:

i) Defined contribution plans (Provident Fund and employee state insurance scheme)
In accordance with Indian Law, eligible employees receive benefits from Provident Fund, which is defined contribution plan. Both the employee and employer make monthly contributions to the plan, which is administrated by the Government authorities, each equal to the specific percentage of employee's basic salary. The Group has no further obligation under the plan beyond its monthly contributions. Obligation for contributions to the plan is recognized as an employee benefit expense in the Statement of Profit and Loss when incurred.

ii) Defined benefit plans (Gratuity)
"The Group has a defined benefit plan namely Gratuity for all its employees in the form of Group Gratuity -cum- Life Assurance Scheme. The liability for the defined benefit is determined on the basis of valuation made under the scheme at year end, which is calculated using the projected unit credit method.
Gains and losses through remeasurement of the defined benefits obligations is reflected in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss. "

iii) Short term benefits
Short term employee benefit obligations are measured on an undiscounted basis and are expensed as a related service provided. A liability is recognized for the amount expected to be paid under short term cash bonus or profit sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

iv) Leave encashment
Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date. The expected costs of these benefits are accrued over the period of employment using the same accounting methodology as used for defined benefit retirement plans. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to the statement of profit and loss in the period in which they arise. These obligations are valued annually by independent qualified actuaries.

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3.17 Lease

1. As a Lessee

Operating lease

Lease in which a substantial portion of the risk and rewards of ownership are retained by the lessor are classified as operating leases. payments and receipts are recognized to the Statement of Profit and Loss on a straight line basis over the term of the lease unless the lease payments to the lessor are structured to increase in line with expected general inflation to compensate for lessors expected inflationary costs increases, in which case the same are recognized as an expense in line with the contractual terms.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership to the lessee.

Finance lease

Assets acquired on leases where as the Group has substantially all the risks and rewards of ownership are classified as finance lease. The lower of the fair value of the asset and the present value of the minimum lease rentals is capitalized as fixed assets with the corresponding amount shown as lease liability. The principal component in the lease rental is adjusted against the lease liability and the interest component is charged to the statement of profit and loss.

2. As a Lessor:

Assets subject to operating lease are included in fixed assets. Lease income is recognised in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation are recognised as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the statement of profit and loss.

3.18 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks which are subject to an insignificant risk of changes in value.

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

3.19 Earnings per share

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

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

3.20 Segment Reporting:

Based on "Management Approach" as defined in Ind AS 108 -Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates the resources based on an analysis of various performance indicators by business segments.

Segment Policies:

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole. Common allocable costs are allocated to each segment on an appropriate basis.

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Notes to the consolidated financial statements for the year ended 31 March 2019

4 Property, plant and equipment **(Amount in lakhs)**

Particulars	Leasehold Land	Buildings	Plant and machinery	Furniture and fixtures	Electrical installations	Office equipments	Moulds	Computers	Vehicles	Total
Gross Block										
As at 1 April 2017(Restated) (Refer note 58)	19.08	187.24	61.04	7.32	9.20	9.16	-	0.10	2.65	295.79
Additions during the year	-	1.42	13.11	0.32	-	3.49	-	0.05	0.29	18.68
Disposals / Transfers	-	-	(0.76)	-	-	(1.31)	-	-	**(1.08)**	(3.15)
As at 31 March 2018 (Restated) (Refer note 58)	**19.08**	**188.66**	**73.39**	**7.64**	**9.20**	**11.34**	**0.00**	**0.15**	**1.86**	**311.32**
Additions during the year	-	-	6.09	0.06	-	3.29	-	0.40	-	9.84
Disposals / Transfers	-	-	(0.51)	-	-	(1.47)	-	-	(0.30)	(2.28)
As at 31 March 2019	**19.08**	**188.66**	**78.97**	**7.70**	**9.20**	**13.16**	**0.00**	**0.55**	**1.56**	**318.88**
Accumulated Depreciation:										
As at 1 April 2017 (Restated) (Refer note 58)	-	15.36	4.61	0.80	2.92	0.73	-	0.06	0.83	25.31
Depreciation charge for the year	-	14.29	11.64	1.85	1.91	4.72	-	0.05	0.47	34.93
Disposals / Transfers	-	-	(0.71)	-	-	(1.31)	-	-	-	(2.02)
As at 31 March 2018 (Restated) (Refer note 58)	-	**29.65**	**15.54**	**2.65**	**4.83**	**4.14**	**0.00**	**0.11**	**1.30**	**58.22**
Depreciation charge for the year	-	13.05	11.13	1.27	1.28	4.20	-	0.11	0.13	31.17
Disposals / Transfers	-	-	(0.50)	-	-	(1.41)	-	-	(0.23)	(2.14)
As at 31 March 2019	-	**42.70**	**26.17**	**3.92**	**6.11**	**6.93**	**-**	**0.22**	**1.20**	**87.25**
Net book value										
As at 01 April 2017 (Restated) (Refer note 58)	19.08	171.88	56.43	6.52	6.28	8.43	-	0.04	1.82	270.48
As at 31 March 2018 (Restated) (Refer note 58)	19.08	159.01	57.85	4.99	4.37	7.20	-	0.04	0.56	253.10
As at 31 March 2019	19.08	145.96	52.80	3.78	3.09	6.23	-	0.33	0.36	231.63

5 Intangible assets

(Amount in lakhs)

Particulars	Goodwill	Other intangible assets Software	Total (excluding goodwill)
Gross Block			
As at 1 April 2017 (Restated) (Refer note 58)	**210.46**	**3.51**	**3.51**
Additions during the year	-	-	-
Disposals / Transfers	-	-	-
As at 31 March 2018 (Restated) (Refer note 58)	**210.46**	**3.51**	**3.51**
Additions during the year	-	1.28	1.28
Disposals / Transfers	-	-	-
As at 31 March 2019	**210.46**	**4.79**	**4.79**
Accumulated Amortisation:			
As at 1 April 2017 (Restated) (Refer note 58)	-	**0.91**	**0.91**
Amortisation charge for the year	-	1.15	1.15
Disposals / Transfers	-	-	-
As at 31 March 2018 (Restated) (Refer note 58)	**-**	**2.06**	**2.06**
Amortisation charge for the year	-	1.38	1.38
Disposals / Transfers	-	-	-
As at 31 March 2019	-	**3.44**	**3.44**
Net book value			
As at 01 April 2017 (Restated) (Refer note 58)	210.46	2.60	2.60
As at 31 March 2018 (Restated) (Refer note 58)	210.46	1.45	1.45
As at 31 March 2019	210.46	1.35	1.35

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6 Investments accounted for using the equity method

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
A. Investment in associate company			
Unquoted			
Investments in Equity Shares			
248,398 (31 March 2018: 248,398 and 1 April 2017:248,398) Equity shares of Rs. 10 each fully paid up in Heat Trace Xicon Limited.	26.43	26.51	25.36
	26.43	**26.51**	**25.36**
B.Investments measured at fair value through Other Comprehensive Income			
Unquoted			
Investments in Equity Shares			
(i) 500 (31 March 2018: 500 and 1 April 2017:500) Equity Shares of Rs.10 Each Fully paid up in New India Co-operative Bank Limited	0.05	0.05	0.05
(ii) 9,500 (31 March 2018: 9,500and 1 April 2017:9,500) Equity Shares of REPLXICON Engineers Pvt. Limited of Rs.10 each fully paid up	0.79	0.79	0.72
	0.84	**0.84**	**0.77**
Total Investments in equity shares	**27.27**	**27.35**	**26.13**
Aggregated amount of unquoted investments	**27.27**	**27.35**	**26.13**

Additional Information:

I) Associates information at the end of the reporting year

Heat Trace Xicon Limited

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018	As at 01 April 2017
Current assets	72.10	62.87	53.09
Non-current assets	6.77	6.45	6.72
Current liabilities	25.20	18.36	10.17
Non-current liabilities	3.00	2.53	2.51

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018
Revenue	84.77	57.27
Profit /(Loss) for the year	1.91	1.05
Other comprehensive income for the year	0.33	0.26
Total comprehensive income for the year	2.24	1.31
Dividends received from associate during the year	-	-

Reconciliation of the summarized information

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018	As at 01 April 2017
Net assets of the associate	50.67	48.43	47.13
Proportion of the Groups ownership interest in Associate	39.81%	39.81%	39.81%
Share of group in the net assets of the Associate	20.17	19.28	18.76
Goodwill	7.04	7.04	7.04
Stock reserve and other adjustments	(0.78)	0.19	(0.44)
Carrying amount of the Group's Interest in Associate	26.43	26.51	25.36

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7 Other financial assets

Non-current

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Security deposits	6.31	7.93	8.73
	6.31	**7.93**	**8.73**

Current

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Security deposits	7.94	1.67	10.11
Interest receivable on fixed deposits	0.36	0.82	2.82
Other receivables	22.94	3.39	3.70
	31.24	5.88	16.63

8 Deferred tax assets (net)

Non-current

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Deferred tax assets:			
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis.			
Impact of provision for retirement benefits	0.09	0.15	0.38
Impact of unabsorbed business loss and unabsorbed depreciation	0.09	-	-
Total deferred tax assets [A]	**0.18**	**0.15**	**0.38**
Mat credit entitlement [B]	**5.91**	**5.49**	**5.14**
	5.91	**5.49**	**5.14**
Deferred tax liabilities:			
Property, Plant and Equipments: Impact of difference between tax depriciation and depriciation / amortization charged for the financial reporting.	0.07	0.05	0.08
Deferred tax liabilities [C]	**0.07**	**0.05**	**0.08**
Deferred tax assets (net) [A+B-C]	**6.02**	**5.59**	**5.44**

9 Other non-current assets

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Prepaid expenses	1.34	1.35	1.09
Balances with government authorities	12.88	33.49	32.52
	14.22	**34.84**	**33.61**

KAISER CORPORATION LIMITED
Notes to the consolidated financial statements for the year ended 31 March 2019

10 Inventories

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Raw materials (net of adjustment on account of sale of investment in subsidiary company Rs. Nil (31 March 2018: Nil and 1 April 2017: 18.58 Lakhs)	133.46	93.09	52.51
Work-in-progress(net of write off) (net of adjustment on account of sale of investment in subsidiary company Rs. Nil (31 March 2018: Nil and 1 April 2017: 10.15 Lakhs)	20.34	13.33	25.20
Stock in trade (Trading)	22.23	15.25	21.09
Finished goods (net of adjustment on account of sale of investment in subsidiary company Rs. Nil (31 March 2018: Nil and 1 April 2017: 2.10 Lakhs)	-	-	-
	176.03	**121.67**	**98.80**

11 Trade receivables

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Secured, considered good	-	-	-
Unsecured, considered good	1,652.16	892.05	996.52
Trade Receivable which have significant increase in Credit Risk	-	-	-
Trade Receivable - Credit Impaired	-	-	-
	1,652.16	**892.05**	**996.52**

12 Cash and cash equivalents

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Cash and cash equivalents			
Cash on hand	1.11	1.19	2.59
Balances with banks			
In current accounts	12.23	33.96	26.33
Bank Deposits with Maturity period of less than 3 Months	1.80	-	-
	15.14	**35.15**	**28.92**
Other bank balances			
Margin money with bank having original maturity period within 12 months from Balance Sheet date*	59.56	41.32	87.97
	59.56	**41.32**	**87.97**

*Fixed deposits are under lien with banks towards working capital facilities

13 Loans

Current

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Loans to Staff	1.11	0.59	1.52
	1.11	**0.59**	**1.52**

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

14 Other current assets

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Advance to suppliers	6.95	1.26	1.83
Balances with Government Authorities	103.00	21.83	64.62
Prepaid expenses	9.92	5.11	6.84
Provision for sales	-	-	31.24
	119.87	28.20	104.53

15 Equity share capital

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Authorized:			
100,000,000 (31 March 2018: 100,000,000 and 1 April 2017: 100,000,000) Equity Shares of Rs. 1 each	1,000	1,000	1,000
	1,000	**1,000**	**1,000**
Issued, subscribed and paid-up:			
52,621,020 (31 March 2018: 52,621,020 and 1 April 2017: 52,621,020) Equity Shares of Rs. 1 each	526.21	526.21	526.21
Less: Calls in arrears (from others)	(0.19)	(0.19)	(0.19)
	526.02	**526.02**	**526.02**

Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Re 1 per share. Each holder of equity shares is entitled to one vote per share. The final dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

Reconciliation of the shares and amount outstanding at the beginning and at the end of the reporting year:

(Amount in lakhs)

Particulars	As at 31 March 2019		As at 31 March 2018 Restated (Refer note 58)		As at 01 April 2017 Restated (Refer note 58)	
	Number	Amount	Number	Amount	Number	Amount
Equity Shares						
Shares outstanding at the beginning of the year	52,621,020	526.21	52,621,020	526.21	52,621,020	526.21
Less: Shares bought back during the year	-	-	-	-	-	-
Add : Shares issued during the year	-	-	-	-	-	-
Shares outstanding at the end of the year	-	-	-	-	-	-
	52,621,020	**526.21**	**52,621,020**	**526.21**	**52,621,020**	**526.21**

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

Shares in the Company held by each shareholders holding more than 5 percent shares:

Particulars	As at 31 March 2019		As at 31 March 2018 Restated (Refer note 58)		As at 01 April 2017 Restated (Refer note 58)	
	Number	% of holding	Number	% of holding	Number	% of holding
PASK Holdings Limited	7,865,000	14.95%	7,865,000	14.95%	7,865,000	14.95%
AMAV Enterprises Limited	7,700,000	14.63%	7,700,000	14.63%	7,700,000	14.63%
PRIT Hi-Power Private Limited	5,871,000	11.16%	5,871,000	11.16%	5,871,000	11.16%
H L Rochat Engg Private Limited	5,353,530	10.17%	5,353,530	10.17%	5,353,530	10.17%
Lorance Investments and Trading Limited	12,982,000	24.67%	12,982,000	24.67%	12,982,000	24.67%
Xicon Power Products Limited	4,739,774	9.01%	4,737,910	9.00%	4,732,710	8.99%

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

16 Other equity

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Capital reserve	14.03	14.03	14.03
Securities premium	7.01	7.01	7.01
Retained earning	65.57	15.89	80.02
Other comprehensive income			
Fair value of equity shares	(0.16)	(0.16)	(0.23)
Remeasurements of the net defined benefit Plans	1.50	1.78	(0.35)
Total	**87.95**	**38.55**	**100.48**

17 Non-Current Borrowings

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Long Term Borrorwings (Unsecured)	-	14.64	-
-From banks	**-**	**14.64**	**-**

18 Provisions

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Provision for employee benefits			
Leave encashment	4.18	4.11	4.76
Gratuity (refer note 46)	-	0.25	1.24
	4.18	4.36	6.00

19 Current Borrowings

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Secured			
Loans Repayable on demand			
From Banks			
Open Cash Credit	330.04	330.85	336.64
Overdraft	185.21	-	-
	515.25	**330.85**	**336.64**

Terms of loan from banks

The above mentioned loans are secured by all existing current and future current assets/future receivables/movable assets/movable fixed assets of Xicon International Limited and hypothecation / mortgage of properties owned by Xicon International Limited. Further, the said loan is also secured by corporate guarantee of Holding company and Lorance Investment & Trading Ltd. It is repayable on demand carrying interest rate being K MCLR 6M+1.70%. (31 March 2018: 11% p.a. and 1 April 2017:11.10% p.a.)

Further, during the year the subsidiary company has taken additional Overdraft facilities which is secured by 100% SBLC from bank. It is repayable on demand carrying interest rate being K MCLR 6M+1.70%.

20 Trade payables

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Outstanding dues of micro enterprises and small enterprises	169.84	23.43	10.81
Outstanding dues of creditors other than micro enterprises and small enterprises	938.75	440.91	595.66
	1,108.59	**464.34**	**606.47**

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	169.84	23.43	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-	-
(iii) The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	0.21	0.08	0.06
(v) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	0.21	0.08	0.06
(vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	-	-	-

Note-
Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.

21 Other financial liabilities

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Current maturities of long-term debt	19.41	34.57	0.46
Employee dues payable (bonus provision)	1.09	0.99	0.90
Interest accrued and due	0.04	-	-
	20.54	**35.56**	**1.36**

22 Other current liabilities

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Statutory dues payable	9.05	27.02	15.71
Advances from customers	3.14	1.10	6.54
	12.19	**28.12**	**22.25**

23 Provisions

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Provision for employee benefits			
Leave encashment	2.24	2.47	2.86
Gratuity (refer note 46)	7.57	5.15	6.65
	9.81	**7.62**	**9.51**

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

24 Revenue from operations **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Sale of goods	1,879.76	1,197.58
Sale of services	269.50	402.75
Other operating income		
- Consultancy income	8.00	8.00
- Sale of scrap	0.82	0.50
	2,158.08	**1,608.83**

25 Other income **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Interest on fixed deposits	2.40	3.46
Interest on security deposits	0.12	0.11
Gain on de-recognition of financial assets	-	0.02
Excess Provision written back	4.37	0.44
Dividend income	0.01	0.01
Profit on sale of fixed assets	0.11	-
Miscellaneous income	6.06	17.11
	13.07	**21.15**

26 Cost of materials consumed **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Inventory at the beginning of the year (includes adjustment on account of sale of investment in subsidiary company Rs. Nil (31 March 2018: Nil and 1 April 2017: 18.58)	93.09	52.52
Add: Purchases	481.70	447.49
	574.79	**500.01**
Less: Inventory at the end of the year	133.46	93.09
	441.33	**406.92**

27 Changes in inventory of work-in-progress and finished goods **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Changes in inventories of work-in-progress and finished goods		
Closing stock - work-in-progress	20.34	13.33
Closing stock - stock in trade	22.23	15.25
	42.57	**28.58**
Less: Opening stock work-in-progress	(13.33)	(25.20)
Less: Opening stock - stock in trade	(15.25)	(21.09)
	(28.58)	**(46.29)**
	(13.99)	**17.71**

28 Purchases of stock-in-trade **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Purchases of stock-in-trade	570.52	257.55
	570.52	**257.55**

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

29 Excise duty **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Excise duty on goods	-	19.67
	-	19.67

30 Employee benefits expense **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Salaries, bonus and allowances	204.52	210.65
Contribution to provident and other funds	10.96	9.84
Staff welfare expenses	5.57	6.24
	221.05	**226.73**

31 Finance costs **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Interest expense :		
- on fixed loan	37.68	24.60
- on Others	7.96	8.16
Other borrowing costs	11.42	8.99
	57.06	**41.75**

32 Depreciation and amortisation expense: **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Depreciation expense	31.17	34.93
Amortisation expense	1.37	1.15
	32.54	**36.08**

33 Other expenses **(Amount in lakhs)**

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Stores, spares, packing materials and consumables consumed	56.99	102.12
Carriage inward	6.09	6.89
Subcontractors charges	143.78	312.05
Equipment Hire charges	4.02	19.88
Printing charges	2.99	6.50
Other manufacturing expenses	2.50	2.15
Insurance	3.20	8.26
Rent	4.23	4.52
Power and fuel	18.41	16.83
Rates and taxes	6.63	17.79
Travelling and conveyance	87.48	67.55
Bad debts written off	62.03	13.22
Repairs and maintenance		
- Buildings	2.31	0.29
- Plant and machinery	2.07	1.58
- others	0.45	0.47
Legal and professional fees	225.70	78.82
Payment to auditor		
- Audit fees	4.45	5.55
- Tax audit fees	0.25	0.25
- Taxation matters	0.57	0.68
- Others	0.46	0.70
Loss on sale of assets	-	0.40
Selling expenses	62.50	1.51
Miscellaneous expenses	52.58	71.52
	749.69	**739.53**

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

34 Other comprehensive income **(Amount in lakhs)**

Particulars	Other Item of comprehensive income
For the year ended 31 March 2019	
Items that will not be reclassified to profit or loss	
(i) Remeasurement gain/(loss) on defined benefits plan	(0.58)
Less: Income tax relating to above	0.04
(ii) Fair value changes on equity instruments through other comprehensive income*	0.00
Less: Income tax relating to items that will not be reclassified to profit or loss	-
Share of Other Comphrehensive Income in associates to the extent not classified in profit or loss	0.13
Total	**(0.41)**
For the year ended 31 March 2018 (Restated) (Refer note 58)	
Items that will not be reclassified to profit or loss	
(i) Remeasurement gain/(loss) on defined benefits plan	3.86
Less: Income tax relating to above	0.04
(ii) Fair value changes on equity instruments through other comprehensive income	0.07
Less: Income tax relating to items that will not be reclassified to profit or loss	-
Share of Other Comphrehensive Income in associates to the extent not classified in profit or loss	0.10
Total	**4.07**

*Fair value changes on equity instruments through other comprehensive income for the year ended 31 March 2019- Rs.400.

35 Contingent liabilities

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Disputed Income tax demand	-	-	1.14
Disputed sales tax demand	-	-	7.93
Letter of credit	46.00	31.49	26.96
Outstanding Bank Guarantees issued by bankers on behalf of the Company.	411.03	248.60	318.15

36 Related party disclosures

i Related party relationships:

Associate Company	**Heat Trace Xicon Limited**
Key management personnel	Mr. Bhushanlal Arora (Managing Director) Mr. Umesh Deshmukh (Company Secretary) (w.e.f. 1 February 2019) Mr. Hemant K Talapadatur (Director) Ms. Lyla Mehta (Director & CFO - w.e.f. 25 March 2019) Mr. Durga Prasad Rao (Director)(Upto 31st August,2018) Mr. V.G. Mukund (Director) (w.e.f 31st August,2018) Mr. R. G. Kodialbail (Vice President) upto 31st October 2017)
Relative of Key managerial personnel	Ms. Nupuri P. Sukthankar
Investing party in respect of which the Company is an associate	Heat Trace Limited, U.K. (upto 06 February 2019) Oxcamb Investments Limited -UK (w.e.f 06 February 2019)

Note:

a) The relationships as mentioned above pertain to those related parties with whom transactions have taken place during the current year and previous year, except where control exist, in which case the relationships have been mentioned irrespective of transactions with the related party.

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

ii Details of related party transactions are as follows:

(Amount in lakhs)

Sr. No.	Particulars	Key management personnel		Relative of key management personnel		Investing party in respect of which the Company is an associate		Associate	
		For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
	Related Party Transactions								
1	**Rent income**								
	Heat Trace Xicon Limited.	-	-	-	-	-	-	**1.85**	**1.85**
2	**Purchases**								
	Heat Trace Xicon Limited.	-	-	-	-	-	-	**83.37**	**57.27**
	Heat Trace Limited, U.K.	-	-	-	-	**7.68**	**5.60**	-	-
3	**Managerial Remuneration**								
	Bhushanlal Arora	**20.45**	**18.39**	-	-	-	-	-	-
	Umesh Deshmukh	**0.35**	-	-	-	-	-	-	-
	Durga Prasad Rao	**5.63**	**11.77**	-	-	-	-	-	-
	R. G. Kodialbail	-	**8.88**	-	-	-	-	-	-
	V G Mukund	**4.91**	-	-	-	-	-	-	-
4	**Expenses incurred on their behalf**								
	Heat Trace Xicon Limited.	-	-	-	-	-	-	**2.81**	**2.29**
5	**Recovery of consultancy**								
	Heat Trace Xicon Limited.	-	-	-	-	-	-	**3.36**	**3.36**

iii Details of related party balances:

(Amount in lakhs)

Sr. No.	Particulars	Relative of key management personnel			Associate Company			Investing party in respect of which the Company is an associate		
		As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
1	**Investment in Equity Shares**									
	Heat Trace Xicon Limited.	-	-	-	26.43	26.51	25.36	-	-	-
2	**Trade payables**									
	Heat Trace Limited, U.K.	-	-	-	-	-	-	-	2.08	8.08
	Heat Trace Xicon Limited.	-	-	-	62.13	46.21	34.75	-	-	-
3	**Deposit for car rent**									
	Nupuri Suthankar	-	-	0.48	-	-	-	-	-	-

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

37 SEGMENT INFORMATION

The Group had three primary business segments which are as follows:

Kaiser Corporation Limited
Printing of labels, packaging materials, Magazines and articles of stationery.

Xicon International Limited
Turnkey Project Management and Engineering services.

A. Information about Primary (Product Wise) Segment:

(Amount in lakhs)

Sr. No.	Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
1	**Segment revenue**		
	Revenue from operations		
	a) Printing	65.87	65.90
	b) Infrastructure Project	2,092.21	1,542.93
		2,158.08	**1,608.83**
2	**Result**		
	Segment result before Finance cost and Tax		
	a) Printing	(0.07)	2.29
	b) Infrastructure Project	170.08	(76.50)
		170.01	**(74.21)**
	Less: Finance costs	57.06	41.75
	Profit / (Loss) before tax and minority interest	**112.95**	**(115.96)**

(Amount in lakhs)

Sr. No.	Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
	Other information		
	Segment assets		
	a) Printing	33.49	35.33
	b) Infrastructure Project	2,306.17	1,430.28
		2,339.66	**1,465.61**
	Add: unallocable common assets	218.93	218.11
	Total assets	**2,558.59**	**1,683.72**
	Segment liabilities		
	a) Printing	9.32	10.01
	b) Infrastructure Project	1,126.58	495.42
		1,135.90	**505.43**
	Add: unallocable common liabilities	-	-
	Total liabilities	**1,135.90**	**505.43**
	Capital Expenditure during the year		
	a) Printing	0.40	0.35
	b) Infrastructure Project	10.72	18.33
	Total Capital Expenditure	**11.12**	**18.68**
	Depreciation and amortisation		
	a) Printing	0.24	0.17
	b) Infrastructure Project	32.30	35.91
	Total Depreciation and amortisation	**32.54**	**36.08**
	Other non-cash expenditure	-	-

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

B. Geographical Segments

(Amount in lakhs)

Sr. No.	Particulars	Geographical segments		
		Outside India	Within India	Total
i	**Segment Revenue**			
	Sales	957.38 (238.12)	1,200.70 (1,370.71)	2,158.08 (1,608.83)
ii.	**Carrying amount of assets by geographical Location of Assets**			
	Segment Assets	- -	2,558.59 (1,683.72)	2,558.59 (1,683.72)
iii.	Additions to property, plant and equipment, intangible assets and capital work-in-progress	- -	11.12 (18.68)	11.12 (18.68)

Bracket ( ) represent previous year restated figures.

38 **Risk management**

Financial risk management

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk, market risk and interest rate. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is credit risk.

39 **Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk also arises from cash and cash equivalent, deposit with banks, loans, credit exposure to clients including outstanding accounts receivable and other financial assets. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counter party credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counter parties, taking into account their financial position, past experience and other factors.

Exposure to credit risk

Financial asset for which loss allowance is measured using expected credit loss model:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Financial year			
Investments	0.84	0.84	0.77
Trade receivables	1,652.16	892.05	996.52
Cash and cash equivalents	15.14	35.15	28.92
Other bank balances	59.56	41.32	87.97
Current loans	1.11	0.59	1.52
Other non-current financial assets	6.31	7.93	8.73
Other current financial assets	31.24	5.88	16.63
At end of the year	**1,766.36**	**983.76**	**1,141.06**

Revenue / Trade receivable

The Company limits its exposure to credit risk from trade receivable by establishing a maximum payment period of 60-120 days. Also, Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment.

Company have provided details of revenue from revenue from single largest customer, revenue from top 5 customer and ageing of trade receivable below:

a) The following table gives details in respect of revenues generated from top customer and top 5 customers:

(Amount in lakhs)

Particulars	For the financial year	
	2018-19	2017-18(Restated) (Refer note 58)
Revenue from top customer	505.75	348.50
Revenue from top 5 customers	1,635.84	1,491.32

Four and one customer accounted for more than 10% of the revenue for the year ended 31 March 2019 and 31 March 2018 respectively.

The following table gives below are the ageing analysis of the trade receivable from the date of invoice falls due:

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Ageing analysis of the age of trade receivable amounts that are not due as at the end of reporting year:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Within credit days	585.42	205.16	359.85

Ageing analysis of the age of trade receivable amounts that are past due as at the end of reporting year but not impaired:

(Amount in lakhs)

Particulars	Balance as at		
	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Less than 60 days	536.53	169.75	0.70
61 to 180 days	336.77	255.90	394.31
Over 180 days	193.45	261.24	241.65
Total at the end of the period	**1,066.75**	**686.89**	**636.66**

The Group has used a practical expedient for computing expected credit loss allowance for trade receivables taking into account historical credit loss experience. As per management assessment, no provision was made for expected credit loss as there is no history of significant default and significant delay in collection.

Balances with Banks and other financial assets:
For banks only high rated banks/institutions are accepted. The Group holds cash and cash equivalents with bank, which are having highest safety ratings based on ratings published by various credit rating agencies. The Company considers that its cash and cash equivalents have low credit risk based on external credit ratings of the counterparties.

For other financial assets, the Group assesses and manages credit risk based on reasonable and supportive forward looking information. The Company does not have significant credit risk exposure for these items.

40 Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.
The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management.

The working capital position of the Group is given below:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Cash and cash equivalents	15.14	35.15	28.92
Other bank balance	59.56	41.32	87.97
Trade and other receivables	1,652.16	892.05	996.52
Loans	1.11	0.59	1.52
Inventory	176.03	121.67	98.80
Other financial assets	31.24	5.88	16.63
Total	**1,935.24**	**1,096.66**	**1,230.36**

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2019 ,31 March 2018 and 01 April 2017.

(Amount in lakhs)

Particulars	Less than 1 year	1-5 years	5 years and more	Total
As at 31 March 2019				
Borrowings	515.25	-	-	515.25
Trade and other payables	1,047.27	57.95	3.36	1,108.59
Other financial liabilities	20.54	-	-	20.54
Total	**1,583.06**	**57.95**	**3.36**	**1,644.38**
As at 31 March 2018 Restated (Refer note 58)				
Borrowings	330.85	14.64	-	345.49
Trade and other payables	439.16	25.18	-	464.34
Other financial liabilities	35.56	-	-	35.56
Total	**805.57**	**39.82**	**-**	**845.39**
As at 01 April 2017 Restated (Refer note 58)				
Non derivatives				
Borrowings	336.64	-	-	336.64
Trade and other payables	588.02	18.45	-	606.47
Other financial liabilities	1.36	-	-	1.36
Total	**926.02**	**18.45**	**-**	**944.47**

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41 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include FVTOCI investments.

42 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Borrowings	515.25	345.49	336.64
1% increase in interest rate	(5.15)	(3.45)	(3.37)
1% decrease in interest rate	5.15	3.45	3.37

43 Foreign currency risk

The company is subject to the risk that changes in foreign currency values impact the company export and other payables. The Group purchases and receive in foreign currency, which are not hedged.

(Amount in lakhs)

Particulars	Currency	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Financial Assets:				
	Rs.	81.32	18.60	-
Receivable	USD	1.17	0.28	-
	Rs.	251.32	-	-
Receivable	Euro	3.23	-	-
Net exposure to foreign currency (assets)		**332.64**	**18.60**	-
Financial liabilities:				
	Rs.	28.19	2.71	12.74
Trade payables	GBP	0.31	0.03	0.16
Net exposure to foreign currency (liabilities)		**28.19**	**2.71**	**12.74**

44 Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

(Amount in lakhs)

Particulars	Impact on profit before tax		
	March 31,2019	March 31, 2018 (Restated) (Refer note 58)	April 01, 2017 (Restated) (Refer note 58)
USD sensitivity			
INR / USD Increase by 5%*	4.07	0.93	-
INR / USD decrease by 5%*	(4.07)	(0.93)	-
GBP sensitivity			
INR / GBP Increase by 5%*	1.41	0.14	0.64
INR / GBP decrease by 5%*	(1.41)	(0.14)	(0.64)
Euro sensitivity			
INR / Euro Increase by 5%*	12.57	-	-
INR / Euro decrease by 5%*	(12.57)	-	-

* Holding all other variable constant

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45 Capital Management

The objectives when managing capital are to safeguard the reporting entity's ability to continue as a going concern, so that it can continue to provide returns for owners and benefits for other stakeholders, and to provide an adequate return to owners by pricing the sales commensurately with the level of risk. The management sets the amount of capital to meet its requirements and the risk taken. There were no changes in the approach to capital management during the reporting year. The management manages the capital structure and makes adjustments to it where necessary or possible in the light of changes in conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the management may adjust the amount of dividends paid to owners, return capital to owners, issue new shares, or sell assets to reduce debt. The management monitors the capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt/adjusted capital (as shown below). Net debt is calculated as total borrowings less cash and cash equivalents. Adjusted capital comprises all components of equity.

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
All current and non-current borrowings	515.25	345.49	336.64
Trade payables	1,108.59	464.34	606.47
Other financial liabilities	20.54	35.56	1.36
Less cash and cash equivalents	15.14	35.15	28.92
Net debts [A]	**1,629.24**	**810.24**	**915.55**
Equity share capital	526.02	526.02	526.02
Other equity	87.95	38.55	100.48
Non - Controlling Interest	274.06	233.66	285.59
Total Equity [B]	**888.03**	**798.23**	**912.09**
Capital and Net Debt [C= A+B]	**2,517.27**	**1,608.47**	**1,827.64**
Debt-to-adjusted capital ratio (%) [A/C]	**64.72**	**50.37**	**50.09**

46 Retirement Benefits

a) **(a) Defined contribution plan**
The following amount recognized as an expense in Statement of profit and loss on account of provident fund and other funds. There are no other obligations other than the contribution payable to the respective authorities.

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Contribution to provident fund and other defined contribution funds	9.36	8.34

b) The Company has a defined benefit plan namely Gratuity for all its employees in the form of Group Gratuity -cum- Life Assurance Scheme. The liability for the defined benefit is determined on the basis of valuation made under the scheme at year end, which is calculated using the projected unit credit method.
The retirement benefit obligations recognized in the balance sheet represents the present value of the defined benefit obligations as adjusted for unrecognized past service cost.

The following table sets out the funded status of the gratuity plan and the amounts recognized in the Company's financial statements as at 31 March 2019 and 31 March 2018.

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
(i) Change in present value of obligation		
Present value of obligation as at 1 April	34.60	33.30
Interest cost	2.50	2.22
Service cost	4.63	4.65
Actuarial (gains)/ losses arising from changes in financial assumption	0.20	(0.45)
Actuarial (gains)/ losses arising from changes in experience adjustment	0.30	(3.51)
Benefits paid	(4.35)	(1.61)
Present value of obligation as at 31 March	**37.88**	**34.60**

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Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
(ii) Reconciliation of plan assets		
Plan assets as at beginning of the year	29.19	25.41
Interest Income		
Expected return on plan assets	2.12	1.82
Contributions during the year	3.35	3.57
Benefits paid	(4.35)	(1.61)
Plan assets as at the end of the year	**30.31**	**29.19**
(iii) Amount recognised in the Balance Sheet		
Present value of obligation, as at 31 March	37.88	34.60
Fair value of plan assets as at 31 March	30.31	29.19
Liabilities recognised in the Balance Sheet	**7.57**	**5.41**
(iv) Expense recognized in the statement of profit and loss		
Other Comprehensive Income (OCI)		
Current service cost	4.63	4.65
Interest cost	2.50	2.22
Expected return on plan assets	(2.20)	(1.82)
Total expense charged to profit and loss account [before tax] [A]	**4.93**	**5.05**
Amount recorded in Other Comprehensive Income (OCI)		
Remeasurement during the period due to :		
Actuarial loss / (gain) arising from change in financial assumptions		
Actuarial (gains)/ losses arising from changes in demographic assumption	0.20	-
Actuarial (gains)/ losses arising from changes in financial assumption	0.30	(0.45)
Actuarial (gains)/ losses arising from changes in experience adjustment	0.08	(3.51)
Amount recognised in OCI [before tax] [B]	**0.58**	**(3.96)**
Closing amount recognised in OCI and profit and loss [A+B]	**5.50**	**1.09**
(v) Net liability is bifurcated as follows :		
Current	7.57	5.15
Non-current	-	0.25
Net liability	**7.57**	**5.40**
(vi) Cash flow Projection: From the Fund		
Within the next 12 months (next annual reporting period)	2.90	7.26
2nd following year	3.25	4.68
3rd following year	3.61	6.64
4th following year	5.49	8.61
5th following year	5.67	10.52
Sum of Years 6 To 10	28.49	29.75
	49.41	67.46
(vii) Sensitivity Analysis		
Projected Benefit Obligation on Current Assumptions		
Delta Effect of +1% Change in Rate of Discounting	(25.88)	(23.76)
Delta Effect of -1% Change in Rate of Discounting	28.95	26.51
Delta Effect of +1% Change in Rate of Salary Increase	28.95	26.42
Delta Effect of -1% Change in Rate of Salary Increase	(25.86)	(23.81)
	6.16	5.36
(viii) The major categories of plan assets as a percentage of total		
Insurer managed funds	100%	100%

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Note on Sensitivity Analysis

Sensitivity analysis for each significant actuarial assumptions of the Company which are discount rate and salary assumptions as of the end of the reporting period, showing how the defined benefit obligation would have been affected by changes is called out in the table above.
The method used to calculate the liability in these scenarios is by keeping all the other parameters and the data same as in the base liability calculation except for the parameters to be tested.
There is no change in the method from the previous period and the points /percentage by which the assumptions are tested are same to that in the previous year.
Actuarial assumptions used in calculations of gratuity is as under:

Particulars	As at 31 March 2019	As at 31 March 2018
Discount rate	7.47%-8%	7.60%-8%
Expected return on plan assets	7.80%	7.65%
Expected rate of salary increase	5-7%	5-7%
Attriation rate	1-10% depending on age	1-10% depending on age
Retirement age	58 -60 years	58 - 60 years
Mortality	LIC (2006-08) Ultimate	LIC (2006-08) Ultimate

47 Financial instruments- Fair values and risk management

The carrying value and fair value of financial instruments by categories as of March 31, 2019 are as follows :

(Amount in lakhs)

Particulars	At amortised costs	At fair value through profit and loss	At fair value through OCI	Total carrying value	Total fair value
Assets					
Investments	-	-	0.84	0.84	0.84
Trade receivables	1,652.16	-	-	1,652.16	1,652.16
Cash and cash equivalents	15.14	-	-	15.14	15.14
Bank balances other than above	59.56	-	-	59.56	59.56
Current Loans	1.11	-	-	1.11	1.11
Other non-current financial assets	6.31	-	-	6.31	6.31
Other current financial assets	31.24	-	-	31.24	31.24
	1,765.52	**-**	**0.84**	**1,766.36**	**1,766.36**
Liabilities					
Non-current borrowings	-	-	-	-	-
Current borrowings	515.25	-	-	515.25	515.25
Trade payables	1,108.59	-	-	1,108.59	1,108.59
Other current financial liabilities	20.54	-	-	20.54	20.54
	1,644.38	**-**	**-**	**1,644.38**	**1,644.38**

The carrying value and fair value of financial instruments by categories as of March 31, 2018 are as follows :

(Amount in lakhs)

Particulars	At amortised costs	At fair value through profit and loss	At fair value through OCI	Total carrying value	Total fair value
Assets (Restated) (Refer Note 58)					
Investments	-	-	0.84	0.84	0.84
Trade receivables	892.05	-	-	892.05	892.05
Cash and cash equivalents	35.15	-	-	35.15	35.15
Bank balances other than above	41.32	-	-	41.32	41.32
Current Loans	0.59	-	-	0.59	0.59
Other non-current financial assets	7.93	-	-	7.93	7.93
Other current financial assets	5.88	-	-	5.88	5.88
	982.92	**-**	**0.84**	**983.76**	**983.76**
Liabilities (Restated) (Refer Note 58)					
Non-current borrowings	14.64	-	-	14.64	14.64
Current borrowings	330.85	-	-	330.85	330.85
Trade payables	464.34	-	-	464.34	464.34
Other current financial liabilities	35.56	-	-	35.56	35.56
	845.39	**-**	**-**	**845.39**	**845.39**

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The carrying value and fair value of financial instruments by categories as of April 01, 2017 are as follows :

(Amount in lakhs)

Particulars	At amortised costs	At fair value through profit and loss	At fair value through OCI	Total carrying value	Total fair value
Assets (Restated) (Refer Note 58)					
Investments	-	-	0.77	0.77	0.77
Trade receivables	996.52	-	-	996.52	996.52
Cash and cash equivalents	28.92	-	-	28.92	28.92
Bank balances other than above	87.97	-	-	87.97	87.97
Current Loans	1.52	-	-	1.52	1.52
Other non-current financial assets	8.73	-	-	8.73	8.73
Other current financial assets	16.63	-	-	16.63	16.63
	1,140.29	**-**	**0.77**	**1,141.06**	**1,141.06**
Liabilities (Restated) (Refer Note 58)					
Non-current borrowings	-	-	-	-	-
Current borrowings	336.64	-	-	336.64	336.64
Trade payables	606.47	-	-	606.47	606.47
Other current financial liabilities	1.36	-	-	1.36	1.36
	944.47	**-**	**-**	**944.47**	**944.47**

48 **Fair value hierarchy**

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

The following table presents fair value hierarchy of assets and liabilities as of 31 March 2019 ,31 March 2018 and 01 April 2017:

(Amount in lakhs)

Particulars	As of 31 March 2019	Fair value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
a) Assets measured at FVOCI				
Unquoted investments				
Investment in equity instruments of other entities	0.84	-	-	0.84

(Amount in lakhs)

Particulars	As of 31 March 2018 Restated (Refer Note 58)	Fair value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
a) Assets measured at FVOCI				
Unquoted investments				
Investment in equity instruments of other entities	0.84	-	-	0.84

(Amount in lakhs)

Particulars	As of 01 April 2017 Restated (Refer Note 58)	Fair value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
a) Assets measured at FVOCI				
Unquoted investments				
Investment in equity instruments of other entities	0.77	-	-	0.77

There have been no transfers between Level 1, Level 2 and Level 3 in the period ended 31 March 2019 and 31 March 2018.

The group assessed that cash and cash equivalents, trade receivable and other financial asset, trade payables and other financial liabilities approximate their carrying amount largely due to short term maturity of these instruments.

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49 Leases

Disclosure as required under IND AS 17 “Accounting for Leases” is given below:

a) Group as Lessee:
Operating lease payment:

The Company has entered into one lease agreement for the use of office premises for a period of 3 years in the nature of operating lease.
The future minimum lease payments as per the lease agreements are as follows:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Not later than one year	1.60	0.10	1.05
Later than one year and not later than five years	-	-	2.86

The amount of minimum lease payments with respect to the above lease recognized in the statement of profit and loss for the year is Rs. 4.23 Lakhs (previous year Rs. 4.52 Lakhs).

b) Group as Lessor (In case of Xicon International Ltd.)
The future minimum lease payments receivable are as follows:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Not later than one year	-	-	-
Later than one year and not later than five years	3.70	5.55	7.40
Later than five years	-	-	-

The amount of minimum lease income with respect to the lease recognised in the statement of profit and loss for the period is Rs. 1.85 Lakhs (31 March 2018: Rs. 1.85 Lakhs).

50 Earnings Per Share

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)
Net profit / (loss) after tax available for equity share holders for basic and diluted earning per share	90.21	(117.93)
Weighted average number of equity shares outstanding during the year for basic and diluted earnings per share	52,621,020	52,621,020
Face value of share (Rs.)	1.00	1.00
Basic and diluted earnings per share (Rs.)	0.17	(0.22)

51
a) Provision for current tax for the year has been made under Minimum Alternate Tax (MAT) as per provisions of Section 115JB of the Income-Tax Act, 1961.
b) MAT credit entitlement of Rs 0.41 Lakhs; (31 March 2018: Rs. 0.35 Lakhs) is recognized during the year being the difference of the tax paid under sub-section (1) of Section 115 JB and the amount of tax payable on the total income computed in accordance with the Income Tax Act, 1961.

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52 Income tax

Income tax expense in the statement of profit and loss consists of:

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Current tax	(23.40)	(0.40)
Current tax (MAT)	(0.41)	(0.35)
Mat credit entitlement	0.41	0.35
Deferred tax charge	(0.02)	(0.24)
Tax adjustment of earlier years	0.89	(2.38)
Income tax expense recognised in the statement of profit or loss [A]	**(22.53)**	**(3.02)**
Income tax recognised in other comprehensive income	0.04	0.04
Income tax expense recognised in the other comprehesive income [B]	0.04	0.04
Total [A+B]	**(22.49)**	**(2.98)**

The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

(Amount in lakhs)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018 Restated (Refer note 58)
Profit before tax	112.95	(115.96)
Enacted income tax rate in India	19.24%	25.75%
Computed expected tax expense	22.00	(30.00)
Effect of:		
Expenses not deductible for tax purpose	(0.30)	30.18
Tax adjustment of earlier years	(0.89)	2.38
Tax effect on remeasurement gain/(loss) on defined benefit plan recognised in OCI	0.04	0.04
Tax effect due to consolidation adjustment	0.39	0.42
Item taxable at different rate in income tax	1.29	-
Income tax expense recognised in the statement of profit and loss	**22.53**	**3.02**

53 (a) Additional information as required under Schedule III to the Companies Act 2013, of enterprises consolidated as Subsidiary Companies/ Associates:

(Amount in lakhs)

Particulars	Net Assets		Share in profit or loss		Share in Other comprehensive income		Share in Total comprehensive income	
	As % of Consolidated net assets	Amount	As % of Consolidated profit or loss	Amount	As % of Consolidated profit or loss	Amount	As % of Consolidated profit or loss	Amount
Parent Company :								
Kaiser Corporation Limited	53.78%	477.56	1.8%	1.66	27.1%	(0.11)	1.7%	1.55
Subsidiary Companies:								
a) Indian								
1. Xicon International Limited	72.63%	644.94	55.7%	50.23	72.9%	(0.30)	55.6%	49.93
Adjustment arising out of consolidation	–	–	(2.2%)	(2.00)	–	–	(2.2%)	(2.00)
Associates								
a) Indian								
1.Heat Trace Xicon Limited	–	–	(0.2%)	(0.21)	(32.0%)	0.13	(0.1%)	(0.08)
	126.41%	**1,122.50**	**55.1%**	**49.68**	**68.0%**	**(0.28)**	**55.0%**	**49.40**
Non-controlling interests in Subsidiary Company	30.86%	274.06	44.9%	40.53	32.0%	(0.13)	45.0%	40.40

Note: Amount of net assets are before considering intercompany elimination.

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Notes to the consolidated financial statements for the year ended 31 March 2019

(b) Salient Features of Financial Statements of Subsidiary Companies as per Companies Act, 2013 (pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014:

Part "A" : Subsidiaries

(Amount in lakhs)

Sr. No.	Name of Subsidiary Company	Reporting Currency	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover /Total Income	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Proposed Dividend	% of Share holding
1	Xicon International Limited	INR	309.16	335.78	2,306.17	1,661.23	24.84	2,092.21	113.27	(22.51)	90.76	-	55.25%

1. Name of subsidiaries which are yet to commence operations : None
2. Names of subsidiaries which have been liquidated or sold during the year : None

Part "B" : Associates :

(Amount in lakhs)

Sr. No.	Name of Associates Company	Share of Associates held by the company on the year end				Networth attributable to shareholding as per audited balance sheet	Profit or loss for the year		Description of how there is significant influence	Reason why the associate not consolidated
		Latest Audited balance sheet date	No.	Amount of Investment in associate	Extent of Holding		Considered in Consolidation	Not considered in Consolidation		
1	Heat Trace Xicon Limited	31 March 2019	248,398	26.43	39.81%	20.17	Yes	-	Note 1	N/a

Notes:
1. There is significant influence due to percentage of share capital
2. The above statement also includes performance of each of the Associate
3. Name of associates which are yet to commence operations : None
4. Name of associates which have been liquidated or sold during the year: None

54 In case of Xicon International Limited, In accordance with the Ind AS-12 "Income taxes", the deferred tax assets (net) on account of timing difference up to 31 March 2019 Rs. 2.03 Lakhs (as at 31 March 2018: Rs. 0.93 Lakhs and as at 1 April 2017:Rs. 1.30 Lakhs) have been determined. However, as there is no virtual certainty supported by convincing evidence that future taxable income will be available against which deferred tax assets can be realised, deferred tax assets has not been recognised in the Statement of Profit and Loss.

Major components of deferred tax assets arising as at the year end are as under:

(Amount in lakhs)

Particulars	As at 31 March 2019	As at 31 March 2018 Restated (Refer note 58)	As at 01 April 2017 Restated (Refer note 58)
Deferred tax assets on account of:			
Disallowance expenses	3.71	2.94	4.34
Total (A)	**3.71**	**2.94**	**4.34**
Deferred tax liability on account of:			
Depreciation	1.68	2.01	3.04
Total (B)	**1.68**	**2.01**	**3.04**
Deferred tax assets / (liability) [Net]: [A - B]	**2.03**	**0.93**	**1.30**

55 There was no impairment loss on the property, plant and equipments on the basis of review carried out by the management in accordance with Ind AS – 36 'Impairment of Assets'.

56 Reconciliation between the opening and closing balances in the balance sheet for liabilities and financial assets arising from financing activities:

(Amount in lakhs)

Particulars	As at 31 March 2018 Restated (Refer note 58)	Non-cash change			As at 31 March 2019
		Acquisition / (Repayment)	Foreign exchange movement	Transaction costs	
Long term borrowings	14.64	(14.64)	-	-	-
Short term borrowings	330.85	184.40	-	-	515.25

57 The Group has adopted Ind AS 115 "Revenue from Contracts with Customers" from 01 April 2018. Based on the assessment done by the Management, there is no impact on the revenue recognised during the year.

KAISER CORPORATION LIMITED

Notes to the consolidated financial statements for the year ended 31 March 2019

58 The Group has restated its financial figures for the previous and earlier years due to prior period errors. The reconcialation of Other equity , Non controlling interest and Equity reported as per restated consolidated financial statements and audited consolidated financial statements of previous and earlier years is as under:

(Amount in Lakhs)

Particulars	Other Equity reconciliation		Non controlling Interest reconciliation		Equity reconcialation	
	As At		As At		As At	
	1-Apr-17	31-Mar-18	1-Apr-17	31-Mar-18	1-Apr-17	31-Mar-18
As per audited consolidated financial statements	89.25	39.93	285.06	220.67	615.27	565.95
Less: Prior period adjustments:						
Goodwill	7.03	7.03	-	-	7.03	7.03
Non controling interest	-	(12.46)	-	12.46	-	(12.46)
Investment in Associate	4.20	4.05	0.53	0.53	4.20	4.05
As per audited restated financial results	**100.48**	**38.55**	**285.59**	**233.66**	**626.50**	**564.57**

59 **Events after the end of the reporting date**

No subsequent event has been observed which may required an adjustment to the statement of financial position.

60 The Figures of the previous year have been regrouped, whenever necessary to conform with the current year's classification.

FOR SURESH SURANA & ASSOCIATES LLP
Chartered Accountants
Firm's Reg. No. 121750W/W-100010

Ramesh Gupta
Partner
Membership No.102306

Place : Mumbai
Date : 30 May 2019

For and on behalf of the Board of Directors of
Kaiser Corporation Limited

Bhushanlal Arora
Managing Director
DIN No. 00416032

Anagha Korde
Director
DIN No. 02562003

Umesh Deshmukh
Company Secretary
Membership No. F987

Place : Mumbai
Date: 30 May 2019

Lyla Jamsheed Mehta
Chief Financial Officer

KAISER CORPORATION LIMITED

Corporate Identification No.(CIN): L22210MH1993PLC074035
Registered Office: Unit No 406, 4th Floor, Timmy Arcade, Makwana Road, Marol,
Andheri East, Mumbai-400 059.
E mail address : kaiserpressltd@gmail.com web site : www.kaiserpress.com

MGT-11
Proxy Form

[Pursuant to Section 105(6) of The Companies Act, 2013 and Rule 19(3)
of the Companies (Management and Administration) Rules, 2014]

26th Annual General Meeting, Monday September 30, 2019 at 11.00 am.

Name of the Shareholders / Proxy holders / Authorized Representative : ______________________

Registered address : ______________________

____

E-mail ID ______________________

DP ID * : ____________ Client ID* : ____________ Registered Folio No: ____________

I/We, being the Shareholder(s) of ____________ Ordinary shares of Kaiser Corporation Limited, hereby appoint:

1. Name : ____________ E-mail ID : ____________

Address ______________________

____

Signature ______________________ Or falling him;

2. Name : ____________ E-mail ID : ____________

Address ______________________

____

Signature ______________________ Or falling him;

3. Name : ____________ E-mail ID : ____________

Address ______________________

____

Signature ______________________ Or falling him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Sixth Annual General meeting of the Company to be held on Monday September 30, 2019 at 11.00 am at K.K.(Navsari) Chambers, 39B, Ground Floor, A K Nayak, Marg, Fort, Mumbai- 400001 and at any adjournment thereof in respect of such resolutions as are indicated hereinafter:

Description of the Resolutions	Type of resolution	For	Against
1.To receive, consider and adopt (a) the Audited Financial Statement of the Company for the Financial year ended March 31, 2019 together with the Reports of the Directors and the Auditors thereon (b) the Audited Consolidated Financial Statements of the Company together with the Report of the Auditors thereon for the financial year ended March 31, 2019	Ordinary	☐	☐
2. Rotation of a Director	Ordinary	☐	☐
3. To appoint Auditors of the company	Ordinary	☐	☐

Affix Revenue Stamp of Rs 1

Signed this____________ day of_____________2019

Signature of Member ______________________ Signature of Proxy holder____________________

NOTES:

1. Please put a ☑ in the box in the appropriate column against the respective solutions. If you leave the 'for' and 'against' column blank against any or all the resolutions your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

2. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at Unit No 406, 4th Floor, Timmy Arcade, Makwana Road, Marol, Andheri East, Mumbai-400059 not less than 48 hours before the commencement of the Meeting.

3. Those Members who have multiple folios with different joint holders may use copies of this Proxy

KAISER CORPORATION LIMITED

Corporate Identification No.(CIN): L22210MH1993PLC074035
Registered Office: Unit No 406, 4th Floor, Timmy Arcade, Makwana Road, Marol,
Andheri East, Mumbai-400 059.
E mail address : kaiserpressltd@gmail.com web site : www.kaiserpress.com

ATTENDANCE SLIP

26th Annual General Meeting on Monday, the 30th September 2019 at 11.00 A.M.
at K.K. (Navsari) Chambers, 39B, Ground floor, A. K. Nayak Marg, Fort, Mumbai-400 001.

DP ID & Client ID / Registered Folio No:	
Name of the Shareholders / Proxy holders / Authorized Representative	
Name of the Joint Members(s) if any	
No of Shares held	

I Certify that I am a Registered shareholder / proxy for the registered Shareholders of the Company and hereby record my presence at 26th Annual General Meeting on Monday the 30th September 2019 at 11.00 A.M. at K.K. (Navsari) Chambers, 39B, Ground floor, A. K. Nayak Marg, Fort, Mumbai-400 001.

Members/ Proxy's Signature

Note :

1. Please Sign this attendance slip and hand it over at Attendance Verification Counter at the Meeting Venue.
2. Only Shareholders of the Company and / or their Proxy will be allowed to attend the meeting.
3. The e-voting facility is available at the link **www.cdslindia.com** the electronic voting particulars are set out as follows

EVSN (Remote E-voting Event Number)	USER ID	PASSWORD / PIN