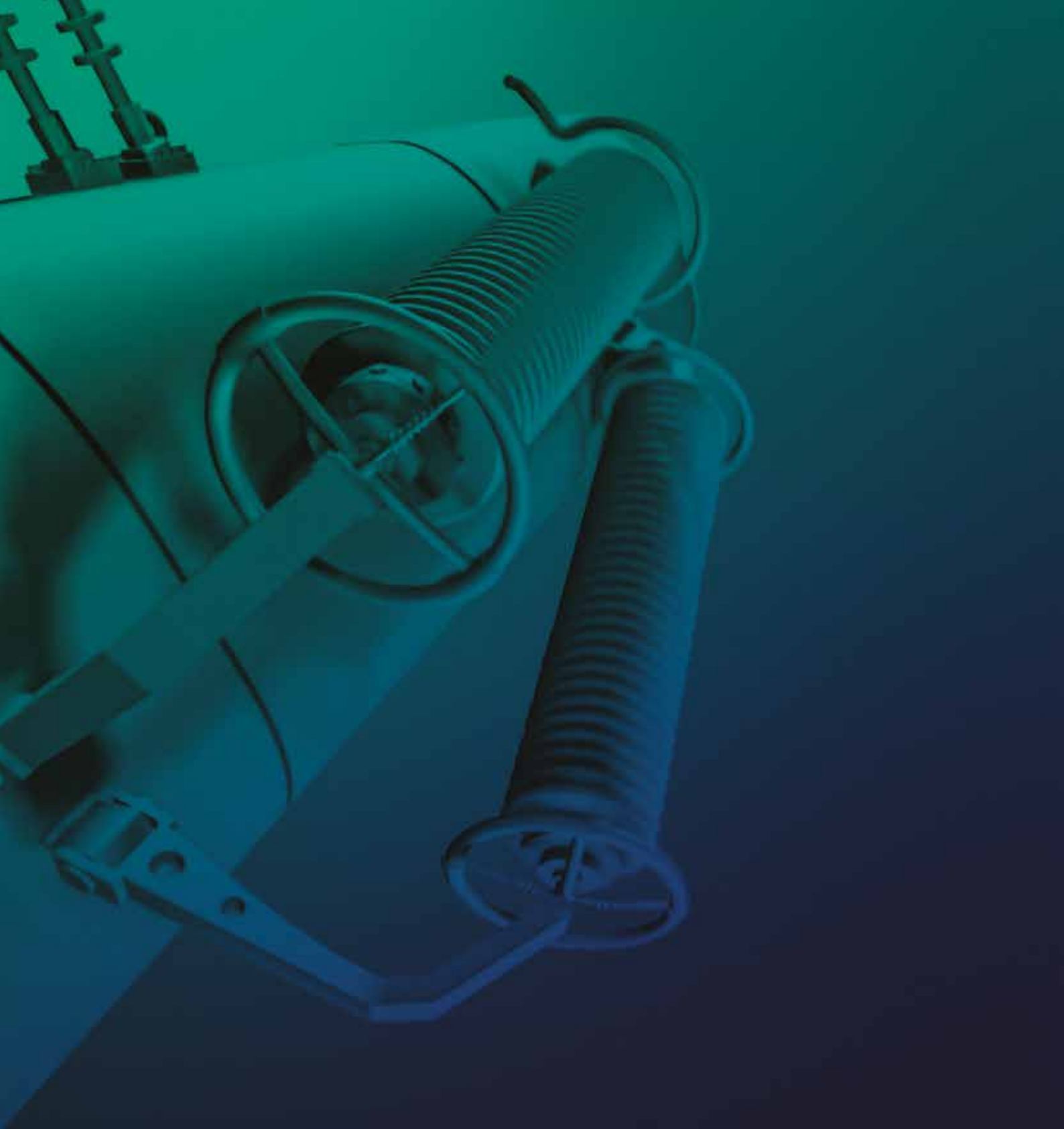


Lumino Industries Limited
Annual Report 2019-20





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Discipline

The year FY2019-20 was one of the most challenging for the Indian economy.

The country's GDP growth declined from 6.10% to 4.20% (3.10% in the last quarter); the country's power sector de-grew 14%.

In this challenging year, Lumino Industries Limited reported record revenues and profitable growth.

This contrarian outperformance was generated from a consistently enduring aspect of Lumino's business model.

Discipline.

This is Lumino Industries Limited in a snapshot

BACKGROUND

Lumino Industries Ltd (LIL) is the flagship company of the Goel Group of Companies. It is a leading manufacturer of overhead transmission line conductors & cables and an EPC contractor with a diversified portfolio in the area of Power Transmission & Distribution.

PROMOTERS

Mr. Purushottam Dass Goel is a first generation entrepreneur who built Lumino around the principles of reliability, sincerity and commitment. He is ably supported by Mr. Devendra Goel (Managing Director) and a team of dedicated and experienced professionals.

PRESENCE

Lumino is a closely-held company with its headquarters in Kolkata and manufacturing unit in Howrah. The Company possesses the experience of executing numerous EPC projects in the power distribution sector.

HUMAN CAPITAL

The human resource forms an integral part of the Company's sustainable growth, reflected in a long-standing association of the employees with the organisation. More than 40 % of the Company's employees have been with the organisation for 3+ years. The Company had 399 employees as on March 31, 2020.

Installed capacity

Lumino possesses an annual production capacity of the following:

40,000 MT of aluminium rods	20,000 KM of multi-strand conductors	80,000 KM of 7-strand conductors	75,000 KM AB and power cables (consolidated) of 75,000 Km (multiple sizes)
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Products and services

Manufacturing division

Products	Application of Products	Key clients
<ul style="list-style-type: none"> Overhead Conductors Aerial Bunch Cables Control Cables 	<ul style="list-style-type: none"> Transmission & distribution of electricity Distribution of electricity Distribution of electricity 	Power Grid Corporation of India, Adani Power Limited, L&T Limited, CESC Limited and Kalpataru Power Transmission Limited

EPC division

Various projects	Service provided	Key clients
Rajeev Gandhi Gramin Vidyutikaran Yojana (RGGVY) Deendayal Upadhyaya Gram Jyoti Yojana (DDUGJY) Control Cables, Restructured Accelerated Power Development and Reforms Programme (RADRP) Integrated Power Development Scheme (IPDS) High Voltage Distribution System (HVDS)	Supply, Commissioning & erection services under a turnkey system	North Bihar Power Distribution Company Limited, South Bihar Power Distribution Company Limited, West Bengal Power Distribution Company Limited, Assam Power Distribution Company Limited and REC Power Distribution Company Limited

Certification

Lumino reaffirms its customer-centricity by providing the best products and services certified by ISO9001:2015, ISO14001:2015 and OHSAS 18001:2007.

Credit rating

Acuite reaffirmed the long-term rating of 'ACUITE A+' (ACUITE A plus) and upgraded the short term rating to 'ACUITE A1+' (ACUITE A one plus) from 'ACUITE A1'. The outlook continues to be Stable. The premier rating agency CRISIL rated the Company A/Stable.

Our robust business model has been validated in the outperformance of our sector

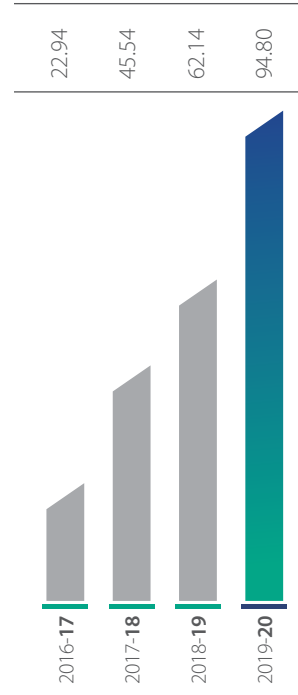
Revenues
(INR Cr)



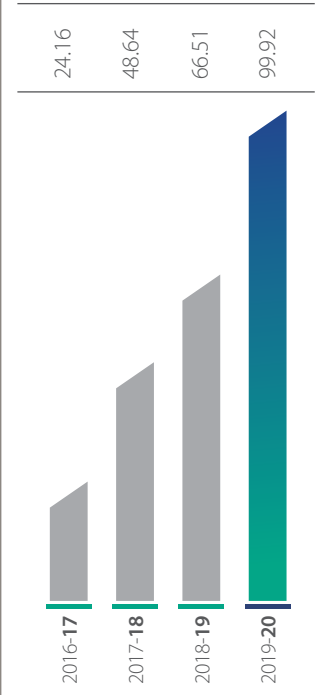
EBITDA
(INR Cr)



Profit after tax
(INR Cr)



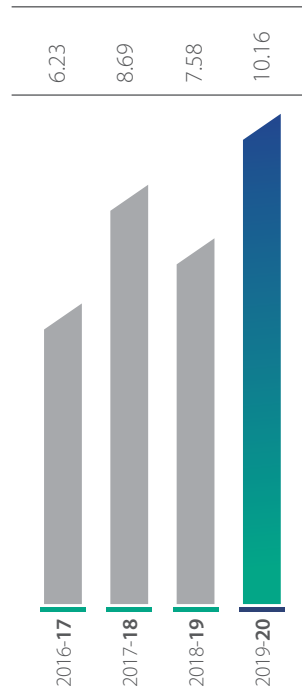
Cash profit
(INR Cr)



EBITDA margin
(%)



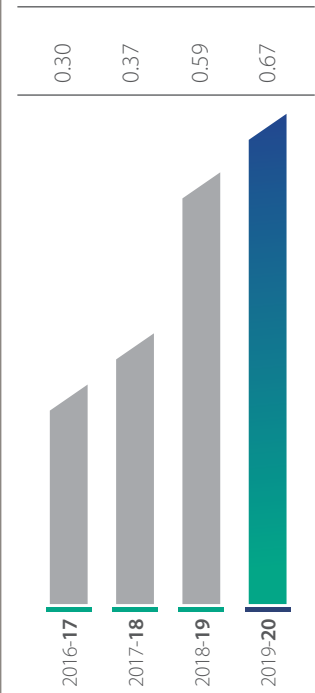
PAT margin
(%)



RoCE
(%)



Debt-equity ratio
(x)





At Lumino, we believe that the larger we grow, the more profitable we will get and the more liquid we will become, enhancing value for all our stakeholders

Overview

I am pleased to present the financials of the Company for 2019-20.

Lumino Industries Limited reported profitable growth in a year when the Indian economy weakened. Even as the Indian GDP growth was 190 bps lower at 4.2% in 2019-20 and growth in the last quarter (generally the strongest of all four quarters of a financial year) was only 3.1%, it would have been reasonable to believe that the performance for a company like ours would have been weaker as well.

On the contrary, I am pleased to communicate that our Company reported profitable growth, which is a credible index of our competitiveness. Our Company's revenues grew 13.76%, EBITDA grew 13.50% and profit after tax strengthened 52.56% during the year under review.

I am also pleased to communicate that this improvement was visible across the other operating parameters: our EBITDA margin strengthened by 7 bps to 16.67% during the year and cash on the Company's books was a comfortable INR 14.48 Cr at the close of the year.

What was even more heartening was that the Company reported its largest increase in order book in any single year, an increase of INR 225 Cr that helped it finish the year under review with an order book of INR 720 Cr as on March 31, 2020. I must assure our shareholders that the Company continued to protect the quality of its financials and order book leading to prospects of business sustainability.

Strategic differentiation

A number of analysts have asked me the secret of the Company's outperformance during this challenging year under review.

My answer is that the Company continued to focus on precisely the same imperative – discipline - that had influenced its business in the past.

A few years ago, when the Company recognised that capital investments by the power distribution segment was likely to rise, the Company could have ventured to announce a substantial increase in investments, broad base the Company, widen presence across a range of segments and endeavour to capitalise on an upturn across every sectorial segment. To finance its proposed

investment, the Company could have selected to mobilise debt with the objective to enhance shareholder value.

The Company resisted that temptation. It surprised industry observers by stating that it would grow its business through a disciplined reinvestment of its accruals, continue to stay debt-free, leverage its knowledge by entering adjacent business spaces, focus on projects and products that promised superior profitability, retain its knowledge capital and deliver projects and products around increased operating efficiency.

The Company has done precisely this across the last decade of its existence. In FY2009-10, the Company's revenues were INR 246.78 Cr, cash profit INR 7.19 Cr and return on capital employed 19.67%; in FY2019-20, revenues were INR 932.93 Cr, cash profit INR 99.92 Cr and return on capital employed 26.29%.

These numbers amply indicate that the Company's growth was not compromised by a decline in margins. On the contrary, the Company remained debt-free (for long-term debt) through this period on the one hand and its cash corpus was a comfortable

INR 14.48 Cr as on March 31, 2020 on the other.

Enhancing our effectiveness

During the last few years, the Company did something more than merely broad base its business model from one business segment, function or geography to another. It extended from standalone manufacturing capabilities to integrated EPC solutions. From a narrow outlook, this approach helped widen the value chain and capture a larger slice of margins. From a wider perspective, the solutions approach helped coordinate project activities with enhanced effectiveness, resulting in the completion of larger and complex projects within budget and on schedule.

We believe that this integration was not just advisable but necessary from a critical perspective: even as projects are getting larger as required by downstream customers who need to build bigger capacities to address the increasing global economies of scale, there is a greater need to complete projects on schedule. Even a single day's delay can increase projects costs by crores of rupees. As a result, companies need to be absolutely certain of the credentials of their vendor-partners and I am pleased to state that large customers are placing a greater weightage on the demonstrated capabilities and competencies of their vendor partners than focusing singularly on the quoted price. This puts a company like ours on the shortlist of virtually every new project on the basis of the holistic value being delivered.

This traction was evident in the growth of our order book during the last financial year. It took the Company a number of years to reach an order book of INR 1,420 Cr by the close of FY2018-19. This indicates that the last two years under review have been an inflection point in the Company's existence.

Riding the India story

At Lumino Industries, we are optimistic that we are in the right geography at the right time.

The continuation of the Indian government's policies in modernising the power distribution sector is expected to continue, sending out the optimism that investments in infrastructure rejuvenation could accelerate.

There is a greater seriousness in addressing the drain from T&D losses, which has declined from a peak of around 35% more than a decade ago to around 21% in the recent past, strengthening productivity from our national resources.

A number of companies in India's power EPC space either did not survive the downturn or did so with impaired Balance Sheets that prevent them from addressing larger projects. Lumino has grown its Balance Sheet during this downturn and strengthened its pre-qualification capabilities to address larger projects at a time when pricing power is returning to EPC companies.

There is a growing premium that customers are willing to pay for companies like Lumino with established capabilities in competent project management,

project safety and environment compliances.

Optimism

There are a number of reasons why we are optimistic of the Company's prospects than ever.

One, the India growth story is likely to be driven by increased spending across the core sectors of power, water and railways, where the Company intends to grow its presence.

Two, the Company intends to increase the proportion of revenues from EPC projects. This segment of business provides superior margins at a time of sectorial shakeout when the number of credible service providers companies has declined.

Three, the Company is extending to adjacent business spaces with growing potential – gas insulated sub-stations, EPC projects for rooftop solar panels, as well as the manufacture of AB and HTLS lines.

Four, the Company intends to emerge as a more holistic power sector player by extending from the distribution to the transmission sector.

Shareholder value

At Lumino, we are optimistic that our growth-driven approach should translate into a sustained capacity to grow revenues 30% across the next three years with a blended multi-business EBITDA margin ranging from 13 to 15%.

We are optimistic that this value-creation will translate into enhanced shareholder value since we have a negligible long-term debt. The Company's interest cover during FY2019-20 was an attractive 6.40 times, higher than the sectorial average and a compelling competitive advantage.

At Lumino, we are attractively placed: the larger we grow, the more profitable we will get and the more liquid we intend to become, enhancing value for all our stakeholders.

Purushottam Dass Goel, *Chairman*

Our positive traction was evident in the growth of our order book during the last financial year. It took the Company a number of years to reach an order book of INR 1,420 Cr by the close of FY2018-19. This indicates that the last two years under review have been an inflection point in the Company's existence.

“In a challenging year, Lumino reported profitable growth”

Managing Director Devendra Goel explains Lumino’s outperformance during the year under review



FY2018-19 and INR 932.93 Cr of revenues based on effective 11 months of working in FY2019-20. We achieved more in FY2019-20 in less time than what we reported in FY2018-19 in less time, indicating a positive traction for our business.

Two, when one deducts INR 149.18 Cr of one-time revenue (trading income) from the performance of FY2018-19 and does a like-to-like comparison of the performance of the two years, the revenue increase was sharper at 39% in FY2019-20, which provides a fair and faithful perspective of our improvement.

Three, in what is often considered by analysts to be a cash-intensive business, the Company protected its zero-debt (long-term) position and finished the year with a cash balance of INR 14 Cr.

Q: Was the management pleased with the performance of the Company during the year under review?

A: The management of the Company was pleased with the performance of the Company for some good reasons. Even as the broad Indian economy slowed during the year under review, the Company reported a 13.76% increase in its topline, a 13.50% increase in EBITDA and a 52.56% growth in its profit after tax. This indicates that even in a challenging

year, marked by an economic slowdown on the one hand and a Covid-affected March 2020 on the other, the Company reported profitable growth.

Q: What are some of the realities that you would like to draw the reader’s attention to?

A: There are a few realities that the reader will need to keep in mind when appraising our performance for FY2019-20.

One, the Company reported INR 820.12 Cr of revenues based on 12 months of operations in

Q: What were the various reasons for an improvement in the Company’s performance?

A: There was a coming together of various positive realities that translated into an improvement in the Company’s performance in FY2019-20. The Company reported a 63.40% revenue growth of its EPC business segment during the course of the year, which compares favourably with the estimated 14% de-growth of that segment in India’s power industry. The proportion of revenues derived

from this segment of the business increased from 46.48% in FY2018-19 to 66.76% in FY2019-20; the EBITDA margin reported by this business was maintained at around 20.50% despite a weak economic environment, strengthening the overall surplus generated by the Company during the year under review. This sharp growth also validated the Company's dynamic EPC personality during the year under review dovetailed with effective projects progress (order book accretion, growth and projects completion) and cost management.

Q: A number of shareholders are likely to ask for the reasons for the improvement in the Company's performance at a time of national economic weakness.

A: There is a good reason for this. The Indian government continued to invest in strengthening electrical rural electrification, reaching power to the last village in the last few years. Besides, the Indian government continued to modernise the power distribution network through planned investments: this was manifested in the replacement of legacy power cables and conductors, investment in Smart Energy meters and the increased use of aerial bunch and HTLS cables. By the virtue of being a competitive integrated

player in the power distribution space – cable manufacture and EPC projects – Lumino was able to attract sizable orders in both business segments, growing faster than the sector average.

Q: The last few years have been marked by a number of EPC players in the power sector being affected by cash flow and profitability challenges. How did Lumino circumvent this reality?

A: Lumino continued to focus on operational discipline; the Company focused on retaining its opposition as one of the most competitive and profitable EPC cum manufacturing players as opposed to seeking to be the largest at any cost. This over-riding clarity helped prioritise a number of strategic realities: the selection of projects based on whether we would be able to generate adequate margins as opposed to taking them on for reasons of scale or prestige; the ability to address projects with corresponding speed, economy and competence; the ability to stay debt-free (for long-term debt) coupled with attractive terms of trade. I am pleased to state that the Company was able to protect its overall positioning and competitiveness during the year under review. The result is that we did not just grow our business

in FY2019-20 but grew it without compromising our profitability.

Q: Is the Company optimistic of its prospects? If yes why?

A: Lumino is optimistic of its prospects for a number of reasons. The Indian government is likely to sustain in rejuvenating the power distribution sector. The future of a systemic rejuvenation is likely to comprise the introduction of Smart Energy meters, use of AB cables, HTLS lines and solar energy sub-stations. I am pleased to report that Lumino has selected to be proactively present in each of these nascent spaces. We expect that the scope of these nascent areas will only grow across the foreseeable future, strengthening our revenues, margins and surplus. In turn, we expect that this will strengthen our business profitability and sustainability.

Lumino. Continuously raising the bar

Case study#1

How Lumino addressed a challenging EPC project in East Singbhum, Jharkhand

Lumino was awarded a INR 140 Cr project by Jharkhand State Electricity Board to provide electricity connections to more than 70,000 households in the remote area of East Singbhum district.

The area was inhabited by tribals with no skills to assist in project execution. The terrain was rocky and it was

time-consuming to erect distribution poles. Besides, the area was dominated by Left Wing extremists.

Lumino embarked on a granular approach. Even as the project was centrally supervised from Kolkata, the company deployed block-wise site supervisors and local contractors with terrain experience. It inspired local teams to engage with speed.

It invested in processes that minimized project downtime.

The project was completed within the allotted 30 months; the customer was relieved and delighted.

The spirit of Lumino prevailed.

Case study#2

Bringing light to homes 70 years after independence

A part of Bihar's Saharsa district had never seen electricity.

The residents would walk 5 Kms and cross multiple rivers only to charge their mobile phones.

Lumino was awarded a INR 204.06 Cr rural electrification project under the Rajiv Gandhi Grameen Vidyut Yojana.

The challenges were extensive.

Lumino was required to provide last mile connectivity

to more than 80,000 homes.

The connections were to be provided on either side of the flood-prone Kosi River.

The island area of the river was cut off from the main land with no connecting bridge.

The Company was required to suspend operations in the monsoons (due to floods) and during the winter (locals engaged in corn cultivation).

All the material was required to be transported by boat (including 25,000 concrete

poles, weighing ~700 kgs, each, transformers cables and conductors, personal vehicles, potable water and food).

The Company addressed the project through meticulous planning. The basic infrastructure was built on the main land; the project was extended to the island.

The project - completed in a record 36 months - was praised by the Chief Minister of Bihar.

The spirit of Lumino triumphed.

Case study#3

A space-saving sub-station solution for urban India

Shrinking urban space made it increasingly challenging to locate land for a sub-station.

Lumino turned to gas insulated sub-stations (GIS), which substantially reduced space between substation equipment (a conventional 33/11 kV sub-station required 2,400 m² whereas a GIS sub-station required only 800 m²).

Lumino was awarded the

project to execute a GIS sub-station for West Bengal State Electricity Development Corporation, a demanding customer respected for its ability to embrace new technologies and high standards of project design.

The project warranted specialised EPC capabilities; Lumino collaborated with a specialised technology provider; it outsourced design parameters to a competent agency.

The project is under implementation and expected to be commissioned within a stipulated 18 months.

WBSEB is now planning a GIS sub-station in each municipal town in West Bengal.

Opening up a large business opportunity for Lumino.

The spirit of Lumino triumphed.

Case study#4

Building a solar power plant for the first time

The growth of renewable energy, especially solar energy, is a key focus of the government of India seeking to reduce carbon emissions and protect the environment.

When the West Bengal government floated an EPC tender to build a 10 MW ground-based solar power plant in Nadia district, Lumino submitted a winning bid in collaboration with specialised partners.

Lumino created a special team; it inducted competent professionals with experience in solar power plant execution; it engaged deeper with consultants.

The project comprised a number of challenges related to design and execution due to a huge 63 acre project spread across semi-forest land and proximity to an international border.

The Company successfully

designed, supplied and executed the project within the stipulated 18 months.

The successful completion of the project opened new opportunities for Lumino. The Company is executing more than 30 MW of solar power plants on an EPC basis, strengthening its prospects.

The spirit of Lumino was validated.

Lumino's commitment to discipline

- Lumino prioritised product and project profitability
- Lumino focused on product value-addition and high EPC EBITDA profitability
- Lumino re-invested accruals into business expansion
- Lumino created a complement of mature and nascent businesses
- Lumino focused on large EPC projects in excess of INR 50 Cr

How Lumino's discipline has paid back

- Lumino acquired critical mass in terms of national sectorial visibility
- Lumino grew in each of the four years, the most challenging for India's infrastructure sector
- Lumino outperformed the growth of the country's power sector in each of the four years
- Lumino reported 13.76% revenue growth in FY2019-20 even as India's power sector de-grew 14%
- Lumino retained its debt-free status (long-term debt) through this challenging phase

The strategic outlook

New products

Industry-pioneering HTLS conductors

Focus on aerial bunch conductors

Smart meters

New and upcoming EPC projects

Solar energy sub-stations

GIS sub-stations

Underground cable laying

Distribution sector reform with AB cable installation

Maintaining financial discipline

Continue to have a de-leveraged balance sheet

Continuous reinvestment in the business

Focus on higher ticket size projects

Bid for projects with assured financial backing

At Lumino, discipline begins with our surplus allocation

What went into our business

A Cash profit generated (depreciation plus PAT)

FY2017-18

48.64

INR Cr, cash profit generated

FY2018-19

66.51

INR Cr, cash profit generated

FY2019-20

99.92

INR Cr, cash profit generated

B PAT

FY2017-18

100%

of PAT reinvested in the business

FY2018-19

100%

of PAT reinvested in the business

FY2019-20

100%

of PAT reinvested in the business

How our investments strengthened our business

A Gross block

FY2017-18

25.03

INR Cr, gross block

FY2018-19

33.54

INR Cr, gross block

FY2019-20

40.42

INR Cr, gross block

B Revenue block

FY2017-18

42.28%

Growth over the previous year

FY2018-19

56.43%

Growth over the previous year

FY2019-20

13.76%

Growth over the previous year

C PAT growth

FY2017-18

98.52%

Growth over the previous year

FY2018-19

36.45%

Growth over the previous year

FY2019-20

52.56%

Growth over the previous year

Lumino's strengths

Foresight: The management of the Company is focused on emerging trends, which helped introduce innovative products like aerial bunch cables and HTLS conductors, among others. Besides, the Company has built capability for executing solar power sub-stations, GIS sub-stations and underground cable laying projects among others. The Company is also contemplating the manufacture of smart meters, a key focus of the government to digitalise power consumption and billing.

Focused: The Company has selectively focused on EPC projects with higher EBITDA and backing from Central Government funds rather than bidding for a range of projects. This selectivity has helped the Company protect the integrity of its order book without compromising Balance Sheet integrity.

Size: The Company has selected to bid for EPC projects with a ticket size of INR 50 Cr and above, helping protect profitability.

Integrated: The Company's presence in the manufacture of cables and conductors in addition to EPC projects has enhanced its competitiveness. Besides, the Lumino Group invested in the manufacture of concrete power distribution poles proximate to project sites to save costs.

Governance: Despite being closely-held, Lumino has invested in governance through the institution of committees under Board members. The Company has three Independent Directors including two women Directors.

Operating capabilities

Manufacturing: Lumino has invested in large manufacturing units invested with cutting-edge manufacturing technologies. The Company has emerged as a one-stop shop for major transmission and distribution infrastructure companies in India.

Quality: Lumino's quality control begins from raw material procurement through to the various stages of its manufacturing process to the final product delivery. This commitment to superior quality is aligned with the requirements of our clients.

Team: The team comprises talented professionals comprising a specialisation in engineering, technical areas, finance and administration. The team is

mandated with the task of ensuring products and service quality aligned with national and international standards. The Company possesses an expert technical and design team that facilitates the development of conductors and other products.

Project management: The Company addresses complex projects across diverse terrains comprising dedicated project management (on-site and off-site) monitoring and planning, making it possible to execute projects within schedule and in line with customer needs.

Beyond India: Lumino has been exporting products to more than 15 countries including Nepal, Bangladesh, Bhutan, Algeria, Kenya,

Ethiopia, Nigeria, Ghana, Sri Lanka and Tanzania.

Alliances and partnership: The Company forges alliances with specialised companies to enter new EPC segments and enhance qualification requirements. This has helped the Company in widening its business scope without stretching the organisational bandwidth. Besides, the Company ties up with specialised design consultants for competent project execution.

Overheads: Driven by the management, the Company has put in place strong cost control measures manifested in optimum resource allocation and superior profitability.

Financial robustness

Conservative: Lumino's business sustainability has been catalysed by investments through accruals (over debt), protecting profitability even during a slowdown.

Gearing: The Company has remained debt-free (long-term) for more than a decade. The Company has a working capital sanction of INR 660 Cr, out of which only 75% had been utilised as on March 31, 2020.

Backing: The Company selects projects funded by the Central Government or World Bank, strengthening project sustainability and revenue visibility.

Liquid: The Company enjoyed a cash balance of INR 14 Cr as on March 31, 2020, addressing working capital requirements despite a receivables cycle lower by nearly 8% when compared with peer companies (by turnover equivalent).

Reinvested: The Company reinvested the entire profit of FY2019-20 into its business (without announcing any dividend), helping it grow without stretching the Balance Sheet.

Cost of fund: The Company works continuously with banks for reducing the cost of working capital debt. The Company reduced debt by 150 bps in the past year and intends to reduce this by an additional 150 bps (leveraging a strong credit rating).

Management Discussion & Analysis

Indian economic review

Indian economy slowed to 4.20% in FY2019-20, compared to 6.10% in FY2018-19. However, India

emerged as the fifth-largest world economy in 2019 and jumped 14 places to 63 in the 2020 World Bank's Ease of Doing Business ranking. The country climbed 79

positions in five years and was among the top 10 performers for the third year running.

Growth of India's GDP in FY2019-20

	Q1, FY20	Q2, FY20	Q3, FY20	Q4, FY20
Real GDP growth (%)	5.20	4.40	4.10	3.10

(Source: Economic Times, CSO, Economic Survey, IMF, RBI, Franklin Templeton, PIB)

Indian transmission and distribution industry overview

The demand for electric power transmission and distribution equipment in India is expected to grow at 8.20% every year to USD 15.80 Bn in 2023. Upgrades and expansion of the nation's underdeveloped electricity sector – both to reduce the large amount of power currently lost during transmission and to improve access to electricity in rural areas - will provide growth opportunities. India set goals towards the diversification of energy sources to cover renewable options – solar, wind and hydropower – to reinforce transmission capacity.

With a customer base of more than 200 Mn and service outreach spanning of nearly 3.28 Mn sq. Km, the Indian power system is one of the largest and most complex power systems. India is the third largest producer and consumer of electricity in the world with installed power capacity of 364.96 GW (October 2019), the fifth largest installed capacity in the world.

In 2019, India installed 86 gigawatts (GW) of renewable energy capacity. India targeted total production 175 GW by 2020 from renewable resources (100 GW from solar power). As a part of the green corridor project, the power lines would transmit 20 gigawatts of

power capacity from 34 solar parks across 21 states.

India's power demand is expected to rise to 1,905 TWh by FY2022. India's per capita energy consumption is about a third of the global average. India's per capita electricity consumption was 1,181 kwh in FY2018-19. Though India accounts for around 18% of world's population, it uses only around 6% of the world's primary energy.

Electricity generation in India stood at 950.40 Bn units (BU) between April and December in 2019. The total transmission line network stood at 4, 56,843 circuit Km in 2019. India requires an investment of about INR 5 Lac Cr in the power transmission sector over the next few years, in order to cater to the 1.80 Lac Cr units of electricity that India is likely to consume by 2025.

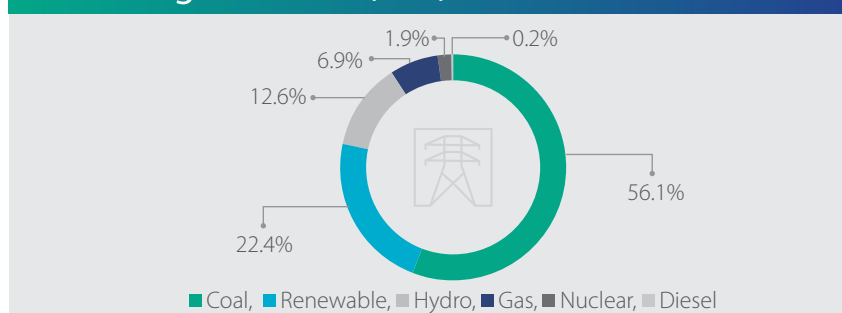
Total FDI inflows in the power sector reached USD 14.54 Bn between April 2000 and June 2019 and are expected to attract

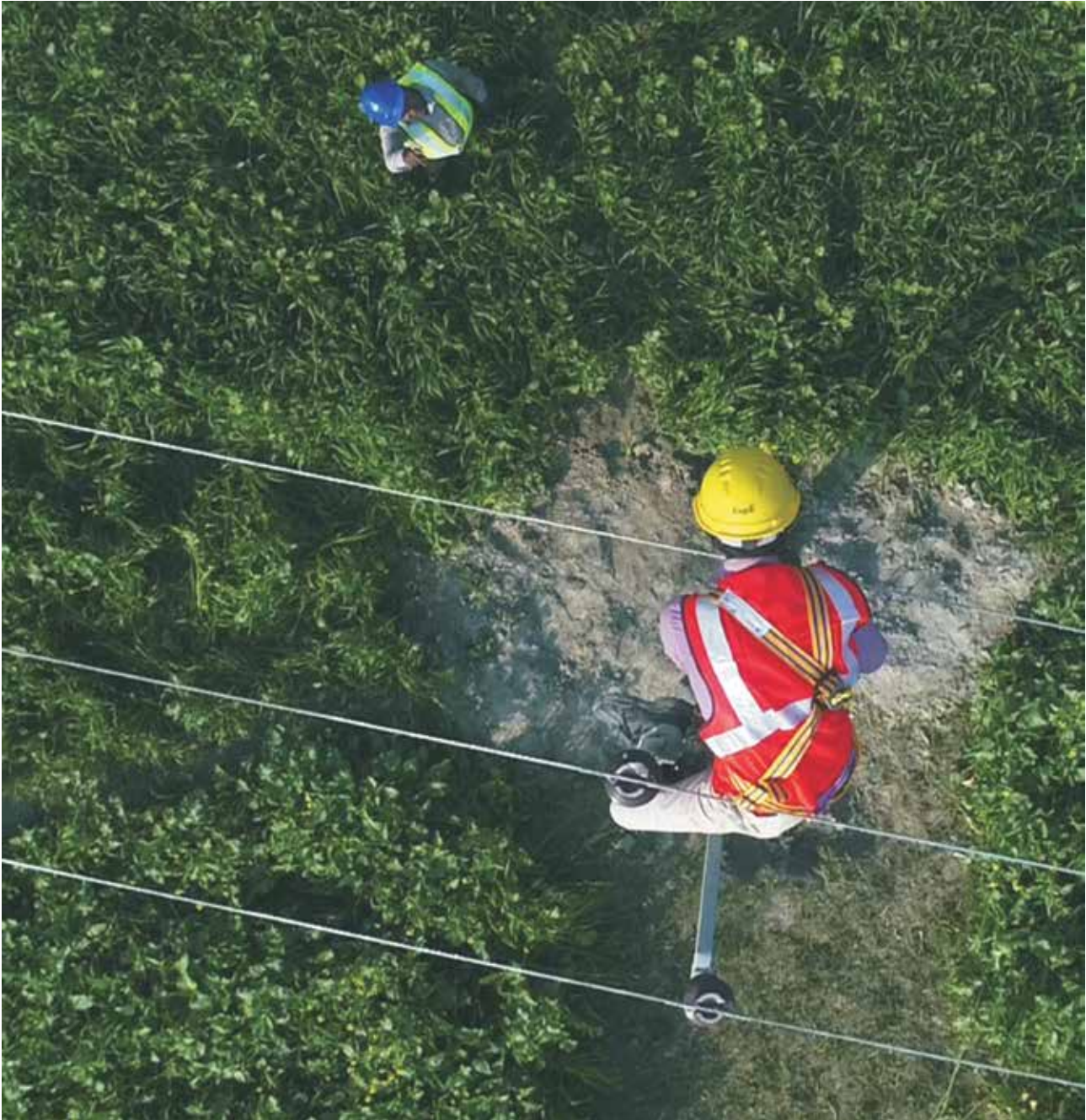
investments worth INR 9-9.50 trillion between FY19-23. Indian government planned to auction 54 gigawatts of transmission projects by March 2020. The value of these projects is pegged at around USD 5 Bn. India has completed auctions for 12 gigawatts of transmission projects by December 2018, while an additional 38 gigawatts of transmission projects were expected to be bid out between July 2019 and March 2020.

The India transmission and distribution market is expected to grow on the back of government initiatives to boost electrification coverage and strengthen the operational efficiency of Ujjwal DISCOM Assurance Yojana. There has steady demand growth for power following increased capacity utilisation, industrialisation, urbanisation and population.

(Source: Economic Times, IBEF, CEA, the Hindu Business Line)

Installed generation (GW)





Government initiatives

Power for All (PFA): This initiative aims to ensure 24x7 electricity access to all consumers, excluding agriculture, by 2022.

High-volume transport and electric vehicle (EV) integration:

The master plan for most Indian cities targets 60–80% of public transport ridership by 2025–30 mainly through metro rail. The government's 'National Electric Mobility Mission Plan' aims at 100% adoption of EVs by 2030. The Indian Railways plans to introduce

16,000 Km of new lines, besides doubling existing lines of 6,900 Km.

Make in India: This initiative aims to boost manufacturing's share of GDP from 16% to 25% by 2022.

Reduction of aggregate technical and commercial (AT&C) losses:

Programs for reduction of AT&C losses like Ujwal DISCOM Assurance Yojana (UDAY), Integrated Power Development Scheme (IPDS) and Deendayal Upadhyaya Gram Jyoti Yojana (DDUGJY) have been implemented

with the target to reduce AT&C losses to about 13% by FY2021-22.

Demand-side management (DSM), energy conservation and efficiency improvement programmes:

Programmes for DSM, improvement of energy efficiency and energy conservation measures like standards and labelling, the Perform-Achieve-Trade (PAT) scheme in industries, energy-efficient lighting solutions and the Super-Efficient Equipment Programme would reduce power demand.

Key reforms undertaken in the power distribution sector

Scheme	Year of approval	Financial outlay (in INR crore)	Objectives	Achievements
Rajiv Gandhi Grameen Vidyutikaran Yojana	2005	~50,000	<ul style="list-style-type: none"> • Electrification of all villages and habitations • Providing access to electricity to all rural households • Free access to be provided to BPL families 	<ul style="list-style-type: none"> • Electrification (as on March 2013) • Village electrification – 1,06,474 • BPL households – 2,05,15,472
Restructured Accelerated Power Development and Reforms Programme (R-APDRP)	2008	~44,000	<ul style="list-style-type: none"> • Establishment of base line data • Reduction of AT&C losses up to 15% level through strengthening and upgrade of sub-transmission and distribution network and adoption of information technology (IT) 	<p>Part A</p> <ul style="list-style-type: none"> • 1,363 towns have been declared 'go-live' • SCADA control systems have been established in 52 towns • 20 out of 21 data centres have been commissioned <p>Part B</p> <ul style="list-style-type: none"> • Projects completed in 970 towns
Deendayal Upadhyaya Gram Jyoti Yojana (DDUGJY)	2014	~82,300	<ul style="list-style-type: none"> • Separation of agricultural and non-agricultural electricity feeders to improve supply for consumers in rural areas • Improving sub-transmission and distribution infrastructure in rural areas • Rural electrification by carrying forward targets specified under the RGGVY 	<p>Electrification</p> <ul style="list-style-type: none"> • Village electrification – 93% • Household connectivity – 100% • Electrification impact analysis – 77% <p>Physical infrastructure</p> <ul style="list-style-type: none"> • 11kV – 640,432 ckt Km • LT – 1,168,989 ckt Km • DTR (no.) – 15,01,580
Integrated power Development Schemes (IPDS)	2014	~32,612	<ul style="list-style-type: none"> • Strengthening of sub-transmission and distribution network in the urban areas • Metering of distribution transformers/ feeders/ consumers in the urban areas • IT-enablement of the distribution sector and strengthening of the distribution network 	<ul style="list-style-type: none"> • Sanction of funds under the following heads²⁴ • Distribution strengthening: INR 27,626 Cr in 546 circles • IT-enablement: INR 985 Cr in 1,931 towns • ERP: INR 640 Cr • Smart metering: INR 754 Cr
UDAY	2015	The states shall take over 75% of DISCOM debt as on September 30, 2015 over two years. 50% of DISCOM debt shall be taken over in 2015–16 and 25% in 2016–17. Balance 25% of the DISCOM debt was to be issued as state-backed DISCOM bonds or repriced by banks.	<p>Financial turnaround</p> <ul style="list-style-type: none"> • Operational improvement • Reduction of cost of generation • Development of renewable energy • Energy efficiency and conservation 	<ul style="list-style-type: none"> • Decrease in AT&C losses from 20.70% in FY16 to 18.70% in FY18 • Reduced book losses to INR 15,049 Cr in FY18 from INR 51,480 Cr in FY16 • Reduction in average cost of supply (ACS) – aggregate revenue requirement (ARR) gap from INR 0.58/kWh (in FY16) to INR 0.17/kWh (FY18) • Increase in billed energy from 694 BU to 824 BU (FY16 vs FY18)
Pradhan Mantri Sahaj Bijli Har Ghar Yojana – “Saubhagya”	2017	16,320	<ul style="list-style-type: none"> • Universal household electrification (in both rural and urban areas) by providing last mile connectivity • Provide electricity to about 3 Cr households 	2.63 Cr households had been electrified upto 2019

Demand drivers

Increasing government

focus: In Union Budget 2020, the government allocated INR 22,000 Cr for the power sector.

Electrification: Pradhan Mantri Sahaj Bijli Har Ghar Yojana (Saubhagya) was launched on September 25, 2017 with an outlay of INR 16,320 Cr to achieve universal household electrification by providing last mile connectivity by March 31, 2019. In 2019, all states reported the electrification of households, except for a few households in the Left Wing Extremism-affected Bastar region of Chhattisgarh.

Urbanisation: About 34% of India's population is urban; by 2050, 400 Mn more people are expected to become urban. By 2030, the proportion of India's

urban population is expected to increase to 40% even as the overall population increases.

Ageing infrastructure: India emerged as the second largest market after China for transmission towers, contributing to over 15% of the global market. Growing investments towards building a viable electricity network as well as supporting regulatory reforms to integrate renewable technologies in the grid will fuel the market. Transmission towers are the integral part of a transmission network that work as the main supporting unit of an overhead transmission lines used to carry high voltage AC and DC systems and keeping it at a safe height above the ground. There is a need for the installation of new transmission and distribution infrastructure

to keep pace with trends as well as the replacement of legacy infrastructure.

Increasing private sector

participation: The power sector in India witnessed a paradigm shift due to increased private sector investment estimated at more than 46% (Source: Economic Times, Live Mint, India Today)

Company overview

Established in 1989 Lumino Industries Limited is one of India's few integrated power infrastructure companies, broadly structured into two different business verticals that comprise the manufacturing division (aluminium conductors, aerial-bunched cables and various types of power cables) and the Engineering Procurement Construction (EPC) division.

Risk management

Key risks	Explanation	Mitigation measures
Economy	The Company's performance could be adversely affected in the event of an economic slowdown.	India's economy slowed to 4.2% in FY2019-20; yet the Company reported a 14% revenue increase and 53% PAT increase, signifying robustness.
Human capital	There is always a requirement of skilled and talented manpower to look after day-to-day operations.	The Company defined career paths to ensure talent retention and offered best compensation packages in the industry. The Company reported satisfactory employee retention as on March 31, 2020.
Finance	Rising interest rates could affect the Company's profitability	The Company is able to mobilise funds at a low cost of debt owing to its growth potential and the safety of its Balance Sheet. The Company's gearing stood at 0.67 as on March 31, 2020, which was considered comfortable.

Key risks	Explanation	Mitigation measures
Regulatory & compliance	Inability to comply with regulatory norms could result in penalties being levied	The Company is an ethical player, responding with a sense of governance. Over the years, the governance has reflected in complete alignment with the certification and compliance needs of its business, no injury related to operations, workplace safety, commitment to customer interests and addressing statutory obligations.
Product	Products may not be accepted by the market and also inconsistent quality would steal the market share	The Company is respected in the industry. The Company possesses an expansive product portfolio, including various types of Overhead Aluminium Conductors, AL59, High Tension Low Sag (HTLS) Conductors, Aerial Bunched Cables and various types of power cables, among others.
Competition	An increasing number of players could intensify competition and impact market share	The Company possesses extensive scale, strong brand recall and operational efficiency, enabling the Company to become a strong competitor. Lumino's quality emphasis has translated into enhanced competitiveness.
Quality	Lower product quality and weak manufacturing efficiency could impact revenues	The Company is respected for its enduring and consistent quality. The Company's plant is an ISO 9001:2015-certified unit and is also ISO14001-certified, validating its environment friendly practices.

Internal control systems and their adequacy

The internal control and risk management system is structured and applied in accordance with the principles and criteria established in the corporate governance code of the organisation. It is an integral part of the general organisational structure of the Company and Group and involves a range of personnel who act in a coordinated manner while executing their respective responsibilities. The Board of Directors offers its guidance and strategic supervision to the Executive Directors and management, monitoring and support committees. The control and risk committee and the head of the audit department work under the supervision of the Board-appointed Statutory Auditors.

Human resources

The Company believes that its intrinsic strength lies in its dedicated and motivated employees. As such, the Company provides competitive compensations, an amiable work environment and acknowledges employee performance through a planned reward and recognition programme. The Company aims to create a workplace where every person can achieve his or her true potential. The Company encourages individuals to go beyond the scope of their work, undertake voluntary projects that enable them to learn and devise innovative ideas.

Cautionary statement

This statement made in this section describes the Company's objectives, projections, expectation and

estimations which may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised by the Company. Actual result could differ materially from those expressed in the statement or implied due to the influence of external factors which are beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements on the basis of any subsequent development, information or events.

Board's Report

Dear Shareholders

Your Directors have pleasure in presenting the Fifteenth Annual Report of the Company, together with the Audited Balance Sheet as on March 31, 2020 and Profit & Loss Accounts for the period ended on March 31, 2020.

Financial Performance:

Particulars	(INR In Lacs)	
	Financial year ended March 31, 2020	Financial year ended March 31, 2019
Revenue from Operations	93,292.64	82,011.98
Other Income	509.39	436.47
Profit before Depreciation and Amortisation Expenses, Finance Cost and Taxation	15,548.93	13,699.66
Less: Depreciation and Amortisation Expenses	511.36	436.57
Less; Finance Cost	2,431.58	1,825.04
Profit Before Taxation	12,605.99	11,438.05
Less: Tax Expenses	3,125.83	5,223.62
Profit After Taxation	9,480.16	6,214.43

State of Affairs amid COVID-19

In the last month of FY 2019-20, the Novel Coronavirus disease ('COVID-19') pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activity. In enforcing social distancing to contain the spread of the disease and ensuring the health and well-being of all employees, the Company's manufacturing facilities and office operations were closed as and when declared by the concerned government authorities. The employees worked from home, wherever possible, in accordance with the guidelines issued by the Central/State/Municipal authorities and necessary office connectivity was placed.

While the lockdowns and restrictions imposed on various activities were necessary to contain the spread of COVID-19, your Company continued its momentum of growth despite the challenges it faced in the Power sector, geo-political uncertainties and considerable headwinds in the business environment coupled with the unprecedented Pandemic Covid-19 situation.

This resilient performance is a reflection of the strength of our brand, execution prowess and rigour and discipline in implementing a consistent strategy.

The Revenue from Operations of the Company for the FY 2019-20 was INR 93,292.64 Lacs as against INR 82,011.98 lacs registered in the previous year. The Profit after Taxation

for the year increased by approx 52% from INR 6,214.43 Lacs to INR 9,480.16 Lacs. The Earning per Share has increased by approx 52 % from INR 20.41 to INR 31.17.

Future Prospects

Your Company will continue its thrust on cost optimisation and quality enhancement to continually hold its strong position in the Industry. The high standards of research and development, innovation and up-scaling the technical knowhow will ensure cost reduction and cost control which primarily affects the bottom line of any company.

Export

The Company has stepped up its international operations and has exported its products to Nepal, Ethiopia, Nigeria, Senegal and Afghanistan during the Financial Year 2019-20.

Credit Rating

CRISIL has affirmed its rating on the long-term bank facilities of the Company at 'CRISIL A/Stable' and affirmed short term rating at 'CRISIL A1'.

Dividend

To cater for the need of working capital requirement and other operational efficiencies, the Board of Directors expresses their view to retain the profit into the Company and therefore, do not recommend any dividend for the financial year 2019-20.

Transfer of unclaimed dividend to Investor Education and Protection Fund

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid by the Company previously.

Reserves:

The Company has transferred INR 948.02 Lacs to the Reserves.

Material changes and commitment if any affecting the financial position of the Company occurred between the end of the Financial Year to which this financial statements relate to and the date of the Report

No material changes and commitments affecting the financial position of the Company occurred in the Financial Year to which these financial statements relate to or upto the date of this Report.

Share Capital

Pursuant to Section 68 of the Companies Act, 2013, as approved by the Shareholders' of the Company in their Extra Ordinary General Meeting held on 11th March 2020, the Company has bought back 42,90,000 fully paid up equity shares of the Face Value INR 10/-each. Subsequently, the relevant shares were extinguished on 29th March 2020. Consequent to this, the Equity Share Capital of the Company has been reduced by INR 429 Lacs.

As on 31st March 2020, the Paid-up Equity Share Capital of the Company stood at INR 2,615.25 Lacs divided into 2,61,52,500 Equity Shares of Face Value INR 10/- each.

Deposits

Your Company has not accepted any deposits from public in terms of Section 73 of the Companies Act, 2013.

Research & Development

Your Company recognises that Research & Development plays a critical role in supporting current operations as well as future growth. Your Company has focused its attention on development of products that have wide domestic and national markets, in cables and conductors.

Directors & Key Managerial Personnel

There was no change in the composition of the Board of Directors during the relevant period except the appointment of Mr. Pradip Kumar Agarwal as an Additional Director of the Company wef 26.11.2019 who shall vacate his office at the ensuing Annual General Meeting.

Mr. Pradip Kumar Agarwal is a Chartered Accountant by profession and has immense knowledge and expertise in the field of Accountancy and Taxation. The Board firmly believes that his contribution to the Company shall be for the betterment. The Board recommends his appointment as the Director of the Company in the ensuing Annual General Meeting.

Presently, as on date of this Report, the Board comprises of Mr. Devendra Goel- Managing Director, Mr. Jay Goel- Whole Time Director, Mr. Amit Bajaj- Whole Time Director, Mr. Pradip Agarwal- Additional Director, Mr. Hari Ram Agarwal- Independent Director and Mrs. Kanchan Jalan- Independent Director.

In terms of the Articles of Association of the Company and the applicable provisions of the Companies Act 2013, Mr. Amit Bajaj retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment.

Details of Board Meetings:

The Board of Directors of the Company duly met twenty-one times during the financial year 2019-20. The dates of such meetings are 12.04.2019, 01.05.2019, 07.05.2019, 18.06.2019, 15.07.2019, 29.07.2019, 21.08.2019, 02.09.2019, 25.09.2019, 16.11.2019, 26.11.2019, 01.01.2020, 09.01.2020, 13.01.2020, 06.02.2020, 21.02.2020, 26.02.2020, 03.03.2020, 17.03.2020, 20.03.2020 and 23.03.2020. The intervening gap between two consecutive was within the period prescribed under the Companies Act, 2013.

Committee of the Board

The Board of Directors has the following requisite Committees as prescribed under the Companies Act, 2013:

- 1) Audit Committee
- 2) Nomination and Remuneration Committee
- 3) Corporate Social Responsibility Committee

The details of the Committees along with their composition and number of meetings held during the reporting period are provided hereinafter.

Audit Committee

The Audit Committee consists of Mr. Devendra Goel (Chairman), Mrs. Kanchan Jalan, Independent Director and Mr. Hari Ram Agarwal, Independent Director. All members of the Committee are financially literate. The Company Secretary of the Company acts as Secretary of the Committee.

The Committee has met four times during the year on 07.05.2019, 07.08.2019, 14.10.2019 and 14.02.2020, respectively wherein it has periodically discussed reports pertaining to Statutory Audit, Internal Audit, financial statements emphasising compliance with all the statutory norms and also it has diligently performed all the statutory duties while exercising the powers given under the provisions of the prevailing Act.

Nomination and Remuneration Committee

The Nomination & Remuneration Committee presently comprises of three non-executive Directors viz. Mrs. Kanchan Jalan (Chairman)- Independent Director, Mr. Hari Ram Agarwal-Independent Director and Mr. Pradip Kumar Agarwal- Additional Director.

The Committee has met once on 01.01.2020. The Company Secretary of the Company acts as Secretary of the Committee.

CSR Committee

The Company has constituted a Corporate Social Responsibility Committee and has framed a Corporate Social Responsibility Policy and identified healthcare, children's education, road safety and environmental sustainability as some of the key areas. The Company will continue to support social projects that are consistent with the policy.

The Committee presently comprises of Mr. Devendra Goel (Chairman), Mr. Hari Ram Agarwal and Mrs. Kanchan Jalan, Independent Directors. The Committee has met thrice during the year under review on 08.04.2019, 30.12.2019 and 27.01.2020. The Company Secretary of the Company acts as Secretary of the Committee.

Details of policy developed and implemented by the Company on its Corporate Social Responsibility initiatives

The Company has developed and implemented the Corporate Social Responsibility initiatives during the year under review.

The Report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as Annexure 'A' and forms an integral part of this Report.

The Policy has been uploaded on the Company's website at www.luminoindustries.com.

Declaration by Independent Director

The Company has received necessary declaration from each of the Independent Directors under section 149(7) of the Companies Act, 2013 to the effect that the respective Director meets the criteria of independence laid down under Section 149 (6) of the Companies Act, 2013. They have also complied with all the guidelines set in the provisions of the Companies Act 2013 and Rules thereto and also have held their separate meeting for evaluation purpose.

Policy on Directors' Appointment and Remuneration, etc

The Nomination and Remuneration Committee of the Company has framed a suitable policy on Directors' appointment which identifies the qualifications, positive attributes and independence of the Directors. The Committee has also recommended to the Board a Policy on remuneration for the Directors, Key Managerial Personnel and other employees.

Annual Evaluation of Board, Committees and Individual Directors

During the financial year, formal annual evaluation of the Board, its committees and individual Directors was carried out pursuant to the provisions of the Companies Act, 2013. The performance of the Board and committees was evaluated after seeking inputs from all the Directors on the basis of the criteria such as Board/ committee constitutions, frequency of meetings, effectiveness of processes etc. The performance of individual Directors (including Independent Directors) was evaluated by the Board and Nomination & Remuneration Committee (excluding the Director being evaluated) after seeking inputs from all Directors on the basis of the criteria such as thought contribution, business insights and applied knowledge. A separate meeting of Independent Directors was also held to review the performance of Managing Director and performance of the Board as a whole, taking into account the views of Executive Directors and Non-Executive Directors.

Directors' Responsibility Statement

Pursuant to the requirements under Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, your Directors hereby confirm and state that -

- a) in the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the same period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis; and
- e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Auditors

M/s GSAP & Co., Chartered Accountants (name changed from M/s. Agarwal Singhania & Co., Chartered Accountants w.e.f 01.01.2018), was appointed as the Statutory Auditors of the Company at the Annual General Meeting held on 30.09.2017 for a period of five consecutive years, subject to ratification by members of the Company at every subsequent Annual General Meeting. However, as per the amendment of Section 139 of the Companies Act, 2013 which have been made effective from 07.05.2018, ratification of the appointment of the auditor is no longer required. Hence the same is not proposed at the ensuing Annual General Meeting.

Auditors' Report

The Auditors' Report for the year ended 31.03.2020 does not contain any qualification, reservation or adverse remarks or disclaimer statement.

Cost Auditors

M/s B. Ray & Associates, Cost Accountants, were appointed as Cost Auditors of the Company for the current Financial Year (2020-21) by the Board upon recommendation on the same received from the Audit Committee.

In view of the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration proposed to be paid to them requires ratification of the shareholders of the Company. In view of this, your ratification for payment of remuneration to Cost Auditors is being sought at the ensuing AGM.

Your Company submits its Cost Audit Report with the Ministry of Corporate Affairs within the stipulated time period.

Internal Auditor

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and The Companies (Accounts) Rules, 2014 and upon the recommendation of the Audit Committee, the Board had appointed Mr. Amit Kumar Baheti, Practicing Chartered Accountant, to undertake the Internal Audit of the Company. There stood no adverse finding & reporting by the Internal Auditor in the Internal Audit Report for the year ended 31st March 2020.

Secretarial Audit Report

According to the provision of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report submitted by Mr. Koshal Agarwal, Company Secretary in Practice (Mem. No. ACS37508), is annexed herewith as Annexure B. This Report does not contain any qualification, reservation or adverse remarks or disclaimer statement.

Extract of Annual Return

Pursuant to the provisions of Sections 92(3) and 134(3)(a) of the Companies Act, 2013 and Rules thereto, the extract of the Annual Return in Form MGT-9 is annexed herewith as Annexure-C.

Internal Financial Controls

The Company has adequate Internal Financial Controls that commensurate with the size and nature of its business. The Company has appointed internal auditor whose reports are reviewed by the Audit Committee of the Board. The Audit Committee of the Board periodically reviews the internal control systems/procedures for their adequacy and the extent of their implementation.

Details of Establishment of Vigil Mechanism

The Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors and employees of the Company to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy.

Cost Reduction Initiatives

Your Director's are making sincere efforts for controlling and reducing costs. With respect to this they are mainly focusing on reducing various indirect expenditures, cost on bank interest and costs on power & fuel including electricity.

Environmental Protection, Health and Safety

We attach great value to the Company's employees and workers who constitute its most important productive asset. We believe that the safety and health of its personnel are of paramount concern. The Company strives to prevent all possible accidents, incidents, injuries and occupational illnesses during the working hours. We seek to meet leading health, safety and wellness standards to enhance our business performance while optimising employee health. Your Company has maintained ISO 9001:2015 certification for Quality Management System; ISO 14001:2015 for Environmental Management System and OHSAS 18001:2007 certification for Occupational Health & Safety Management System during the year under review.

Risk Management Policy

The Board of Directors have formulated and implemented a risk management policy for the Company. The Board has been addressing various risks impacting the Company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company.

Particulars of conservation of energy, technology absorption and foreign exchange earnings and outgo

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo

as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in Annexure-D and is attached to this report.

Related Party Transactions

The details of transactions with Related Parties under the provisions of Section 188 of the Companies Act 2013 and Rules thereto during the Financial Year under review have been disclosed in the Notes and has been attached herewith as Annexure-E.

Particulars of loans, guarantees or investments under section 186

The details of transactions undertaken by the Company during the Financial Year which were covered under the provisions of Section 186 of the Companies Act 2013 and Rules thereto have been disclosed in the Notes to the Financial Statements.

Subsidiaries, Joint Ventures and Associate Companies

The Company does not have any Subsidiary, Joint venture or Associate Company.

Change in nature of Business, if any

There has been no change in the nature of business of the Company. Your Company continues to be one of the leading manufacturers of Cables and Conductors and EPC Contractors in the Country.

Human Resources

Your Company treats its "human resources" as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company's thrust is on the promotion of talent internally through job rotation and job enlargement.

Details of Significant and Material Orders Passed by the Regulators, Courts and Tribunals

No order, whether significant and/or material has been passed by any regulators, courts, tribunals impacting the going concern status and Company's operations in future.

Particulars of employees

None of the Managerial Personnel of the Company are drawing remuneration in excess of the limits set out in Companies Act, 2013 the rules framed thereunder.

Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

In order to comply with provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, the Company has formulated and implemented a policy on prevention, prohibition and redressal of complaints related to sexual harassment of women at the workplace. All women employees permanent, temporary or contractual are covered under the above policy. An Internal Complaint Committee (ICC) has been set up in compliance with the said Act. During the year under review, no complaints pertaining to sexual harassment of women employees were reported to the Company.

The Company is committed to provide a safe and conducive work environment to its employees.

Fraud Reporting

Pursuant to the provisions of Section 134(3) (ca) of the Companies (Amendment) Act, 2015, no fraud has been reported by the Auditors under sub-section (12) of Section 143 of the Companies Act, 2013 read with Rule 13 of the Companies (Audit and Auditors) Rules, 2014.

Compliance with the applicable Secretarial Standards

Your Company has complied with the applicable Secretarial Standards issued by the Institute of the Company Secretaries of India.

Acknowledgement

The Directors place on record their appreciation for employees at all levels, who have contributed to the growth and performance of our Company. Directors would also like to thank the clients, vendors, bankers, shareholders and advisers of the Company for their continued support. Directors also thank the Central and State Governments, and other statutory authorities for their continued support.

By Order of the Board

Place: Kolkata
Date: 24.08.2020

Devendra Goel
Managing Director
DIN- 00673447

Jay Goel
Whole-time Director
DIN- 08190426

Annual Report on CSR Activities

1. Company's CSR Policy

Background:

The Board of Directors of Lumino Industries Limited has constituted the Corporate Social Responsibility Committee in its meeting held on 09.10.2014 in compliance with Section 135 of the Companies Act, 2013 ("the Act") read along with Schedule VII & the applicable rules thereto.

The present Corporate Social Responsibility (CSR) Policy ("the policy") is in compliance with Section 135(3) of the Act read along with the Companies (Corporate Social Responsibility Policy) Rules, 2013 ("the rules").

CSR Policy Objective

Corporate Social Responsibility is a form of corporate self regulation integrated into a business model. Therefore, the policy will function as a built-in, self regulating mechanism whereby the business will monitor and ensure its active compliance with the spirit of law, ethical standards and international norms.

Corporate Social Responsibility Committee ("CSR Committee")

- **Composition:** 3 or more directors, out of which at least one director shall be an Independent Director.
- **Quorum:** one-third of its total strength or two members, whichever is higher.
- **Sitting Fee:** The Sitting Fees for attending the meeting shall be determined from time to time by the Board of Directors.
- **Role of CSR Committee:** as per terms of reference approved by the board.

The Board of Directors shall, after taking into account the recommendations made by the CSR committee, approve the CSR policy for the Company and disclose its contents in their report and also publish the details on the Company's website, if any, in such manner laid down in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The Board of Directors shall endeavor that the Company spends 2% of the average net profits of the Company made during the 3 immediately preceding financial years in pursuance of its CSR Policy.

List of Activities

The Company shall undertake any of the activities or such other activities as may be notified by the Ministry

of Corporate Affairs from time to time as a part of the Corporate Social Responsibility ("CSR") as per Schedule VII of the Act, 2013 as amended from time to time and approved by the Committee.

CSR Budget

- For achieving its CSR objectives through implementation of meaningful & sustainable CSR activities, the Company will allocate 2% of its average net profits made during the 3 immediately preceding financial years as its Annual CSR Budget.
- Any surplus arising and / or additional revenue generated out of CSR Activities undertaken by the Company shall not form part of the business profit of the Company and same shall be spent for undertaking any CSR Activities only.
- Any unspent / unutilised CSR allocation of a particular year, will be carried forward to the following year, that is, the CSR Budget will be non-lapsable in nature.

Implementation of CSR Activities

The Company may undertake CSR Activities through a registered trust or society or any Company, established by the Company for non-profit objective. Where such Trust or Society or Company is not established by the company or its holding or subsidiary or associate company, the Board shall ensure that the entity has an established track record of three years in undertaking similar activities.

General:

In case of any doubt with regard to any provision of the policy and also in respect of matters not covered herein, a reference to be made to CSR Committee. In all such matters, the interpretation and decision of the Committee shall be final.

The CSR Committee reserves the right to modify, add, or amend any of provisions of this Policy subject to approval of the Board.

2. Composition of the CSR Committee

The Committee comprises of Mr. Devendra Goel, Mrs. Kanchan Jalan and Mr. Hari Ram Agarwal.

3. Financial Details

In pursuance of the provisions contained in Section 135 of the Companies Act, 2013 and Rules thereto, the compliances pertaining to corporate social responsibilities as stated in the Act are applicable to the Company. The financial details as sought by the said Act are as follows:

		(INR In Lacs)
Particulars		
Average Net Profit of the Company for last three financial years		6980.85
Prescribed CSR Expenditure (2% of the Average Net Profit as computed above)		139.62
Details of CSR Expenditure during the year		
• Total amount to be spent for the financial year		139.62
• Amount spent		140.30
• Amount unspent		0

The manner in which the amount spent during the financial year is detailed below:

							(INR In lacs)
S. No.	CSR Project / Activity	Sector	Location of the Project	Amount Outlay (Budget)	Amount spent on the Projector Program	Cumulative Expenditure up to the reporting period	Amount spent direct or through implementing Agency
1	North Eastern Knowledge Foundation	Promoting education among children, women, elderly etc.	Assam	10.00	10.00	10.00	Direct
2	Friends Of Tribals Society	Promoting education and rural development.	Kolkata	3.30	3.30	13.30	Direct
3	TATA Medical Centre	Promoting healthcare of underprivileged cancer patients	Kolkata	56.00	56.00	69.30	Direct
4	ISKCON	Eradicating hunger, poverty and malnutrition	Kolkata	5.00	5.00	74.30	Direct
5	Rajasthan Gokalayan	Promoting and ensuring animal welfare	Kolkata	50.00	50.00	124.30	Direct
6	SIHM Institute of Management	Promoting education and livelihood.	Kolkata	1.00	1.00	125.30	Direct
7	Shanti Devi Goel Charitable Trust	Promoting healthcare of underprivileged.	Kolkata	4.00	4.00	129.30	Direct
8	Haryana Shiksha Kendra	Promoting education of underprivileged.	Kolkata	11.00	11.00	140.30	Direct

4. Our CSR Responsibilities

We hereby affirm that the CSR Policy, as approved by the Board, has been implemented and the CSR Committee monitors the implementation of the CSR projects and activities in compliance with our CSR objectives.

By Order of the Board

SD/-

Jay Goel

Whole-Time Director

SD/-

Devendra Goel

Managing Director & Chairman of

CSR Committee

Place: Kolkata

Date: 24/08/2020

DIN- 08190426

DIN- 00673447

Form No. MR-3
SECRETARIAL AUDIT REPORT
 For the Financial Year ended March 31, 2020

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

To
 The Members
Lumino Industries Limited
 Unit No- 12/4, Merlin Acropolis
 1858/1, Rajdanga Main Road
 Kolkata - 700 107
 CIN: U14293WB2005PLC102556

We have conducted the Secretarial Audit i.e., audit of the compliance of the applicable statutory provisions and the adherence to the good corporate practices by Lumino Industries Limited (hereinafter called "the Company") (CIN: U14293WB2005PLC102556). Secretarial Audit has been conducted in accordance with the Guidance Note issued by The Institute of Company Secretaries of India (a statutory body constituted under the Company Secretaries Act, 1980) and in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

The Company's management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws & regulations.

Our responsibility is to express opinion on the secretarial records, standards and procedures followed by the Company with respect to the secretarial compliances.

Based on our verification of books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company's management, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that, in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2020, ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the financial ended on March 31, 2020, according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the rules made thereunder;

- 2) The Securities Contracts (Regulation) Act, 1956 ('SCRA'), and the rules made thereunder;
- 3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4) 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: Not applicable to the Company during the period under review;
- 5) The following other laws applicable to the Company:
 - i) The Factories Act, 1948;
 - ii) The Environmental Protection Act, 1986;
 - iii) The Hazardous Waste (Management Handling & Transboundary Movement) Rules, 2008.

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

- Secretarial Standards (SS I & SS 2) issued by The Institute of Company Secretaries of India (ICSI).

During the audit period under review, the company has complied with the provisions of the Acts, Regulations, Rules, Guidelines, Standards etc. mentioned above.

We further report that as far as we have been able to ascertain-

- i. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the act.
- ii. Adequate notice was given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance. 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.

- iii. All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.
- iv. There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure proper compliances with the applicable laws, regulations and guidelines.
- v. The Company has complied with the provisions relating to the appointment of the Statutory Auditor/ Cost Auditor/ Internal Auditor.
- vi. Pursuant to the provisions of the Section 135 of the Companies Act, 2013, the Company has contributed its average net profits to Trust for CSR activities, which is registered u/s 12A of the Income Tax Act, 1961 and has been granted exemption u/s 80G of the Income Tax Act, 1961.

We further report that during the audit period there was following specific events/actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc:

- a) During the year under review, the Board of Directors at their meeting held on 3rd March, 2020 recommended, subject to approval of shareholders, buyback of 42,90,000 (Forty-Two Lakh Ninety Thousand) fully paid-up Equity Shares of the face value of INR 10/- (Rupees Ten Only) at a price of INR 13.50/- (Rupees Thirteen and Fifty Paise) per shares. The Company had conducted an Extra-Ordinary General Meeting of the Company, at shorter

notice, on 11th March, 2020 wherein the shareholders had unanimously approved the special resolution for buyback of 42,90,000 (Forty-Two Lakh Ninety Thousand) fully paid-up equity shares pursuant to provisions of Section 68 of the Companies Act, 2013.

- b) The Board of Directors at their meeting held on 23rd March, 2020 had discussed and deliberated on the proposed Scheme of Arrangement under Section 230 to 232 of the Companies Act, 2013 read with rules framed thereunder, involving merger of certain group companies with the Company and Demerger of "EPC Manufacturing & Export Division" and "Real Estate Division" of the Company into other Companies.

It is stated that the compliance of all the applicable provisions of the Companies Act 2013 and other laws is the responsibility of the management. We have relied on the representation made by the management of Company and its officers for systems and mechanism set up by the Company for compliances under applicable laws and rules. Our examination, on a test check basis, was limited to procedures followed by the Company for ensuring the compliance with the said provisions. We 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 its affairs. We further state that this is neither an audit nor an expression of opinion on the financial activities/ statement of the Company. Moreover, we have not covered any matter related to any other law which may be applicable to Company except the aforementioned corporate laws of the Union of India.

(Koshal Agarwal)

Partner

KPA & Co.

Practicing Company Secretaries Firm

FRN : P2019WB078600

ACS No : 37508

CP No : 16670

UDIN : A037508B000757557

Place: Kolkata

Date: August 24, 2020

Notes:

- a) 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.
- b) This Report is being issued under the conditions of lockdown due to COVID-19 with limited resources available to us.

ANNEXURE- "A"**TO THE SECRETARIAL AUDIT REPORT**

To
The Members
Lumino Industries Limited
Unit No- 12/4, Merlin Acropolis
1858/1, Rajdanga Main Road
Kolkata - 700 107
CIN: U14293WB2005PLC102556

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 opinion on the Secretarial records based on our audit.
2. It is the management's responsibility to identify corporate and other laws, rules, regulations, standards, guidelines and directions which are applicable to Company depending upon the industry in which it operates and to comply and, maintain those records in letter and spirit. Our examination was limited to verification of procedures on test basis. Our responsibility is to express opinion on this Secretarial record based on our audit.
3. We have followed the audit practices and processes 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 processes and practices, we have followed provide a reasonable basis for our opinion.
4. We have not verified the correctness and appropriateness of financial records and Books of accounts of the Company.
5. Where-ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
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.

(Koshal Agarwal)

Partner

KPA & Co.

Practicing Company Secretaries Firm

FRN : P2019WB078600

ACS No : 37508

CP No : 16670

UDIN : A037508B000757557

Place: Kolkata
Date: August 24, 2020

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2020

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

I. REGISTRATION AND OTHER DETAILS:

i)	CIN:	U14293WB2005PLC102556
ii)	Registration Date	30/03/2005
iii)	Name of the Company	Lumino Industries Limited
iv)	Category/Sub Category of the company	Public Company Company having share capital
v)	Address of registered office & Contact Details	Unit No-12/4, Merlin Acropolis, 1858/1 Rajdanga Main Road, Kolkata – 700107 Ph. No.- 033- 2441-2008, Fax: 033-2441-2010 Email id: cs@luminoindustries.com
vi)	Whether shares listed on recognised Stock Exchange(s)	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Pvt. Ltd. E-2/3, ANSA Industrial Estate, Sakivihar Road, Sakinaka, Andheri (E), Mumbai 400072. Phone:022-40430200, Fax:022-28475207 Email:sanjay@bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	Manufacturing of Conductors/Cables	2732	33.05
2.	EPC	3320	66.70

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	Name and Address of the Company	CIN	Holding/Subsidiary / Associate	% of shares held	Applicable Section
NOT APPLICABLE					

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on April 1, 2019]				No. of Shares held at the end of the year [As on March 31, 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	42,65,100	-	42,65,100	14.01	42,65,100	-	42,65,100	16.32	2.31
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total(A1)	42,65,100	-	42,65,100	14.01	42,65,100	-	42,65,100	16.32	2.31

Category of Shareholders	No. of Shares held at the beginning of the year [As on April 1, 2019]				No. of Shares held at the end of the year [As on March 31, 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub Total (A2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A1)+(A2)	42,65,100	-	42,65,100	14.01	42,65,100	-	42,65,100	16.32	2.31
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	2,61,77,400	-	2,61,77,400	85.99	2,18,87,400	-	2,18,87,400	83.68	-2.31
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto INR 1 Lac	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of INR 1 Lac	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	2,61,77,400	-	2,61,77,400	85.99	2,18,87,400	-	2,18,87,400	83.68	-2.31
Total Public Shareholding (B)=(B)(1)+ (B)(2)	2,61,77,400	-	2,61,77,400	85.99	2,18,87,400	-	2,18,87,400	83.68	-2.31
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	3,04,42,500	-	3,04,42,500	100.00	2,61,52,500	-	2,61,52,500	100.00	-14.09

ii) Shareholding of Promoter:-

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% 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	Devendra Goel	13,31,500	4.37%	-	14,21,700	5.44%	-	+1.07
2	Purushottam Dass Goel	3,89,500	1.28%	-	14,21,700	5.44%	-	+4.16
3	Rakhi Goel	72,000	0.24%	-	7,10,850	2.72%	-	+2.48
4	Sangeeta Tekriwal	600	0.00%	-	-	-	-	-100.00
5	Deepak Goel	13,49,500	4.43%	-	-	-	-	-100.00
6	Rashmi Goel	90,000	0.30%	-	7,10,850	2.72%	-	+2.42
7	Late Shanti Devi Goel	10,32,000	3.39%	-	-	-	-	-100.00

iii) Change in Promoters' Shareholding (please specify, if there is no change): Please refer the above table

iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	DRP Trading & Investment Pvt. Ltd.						
	At the beginning of the year			25,23,000	8.29%		
	Changes during the year			-	-	-	-
	At the end of the year					25,23,000	9.64%
2	Adishwar Trade Link Pvt. Ltd.						
	At the beginning of the year			26,07,000	8.56%		
	Changes during the year			-	-	-	-
	At the end of the year					26,07,000	9.97%
3	Jalsagar Sales Agency Pvt. Ltd.						
	At the beginning of the year			88,30,100	29.01%		
	Changes during the year			-	-	-	-
	At the end of the year					88,30,100	33.76%
4	Welkon Goods Pvt. Ltd.						
	At the beginning of the year			25,00,000	8.21%		
	Changes during the year			-	-	-	-
	At the end of the year					25,00,000	9.56%
5	Embassy Vyapaar Pvt. Ltd.						
	At the beginning of the year			10,000	0.03%		
	Changes during the year			-	-	-	-
	At the end of the year					10,000	0.04%
6	Sigma Vyapaar Private Limited						
	At the beginning of the year			15,18,300	4.99%		
	Changes during the year			-	-	-	-
	At the end of the year					15,18,300	5.81%
7	Laser Power & Infra Private Limited						
	At the beginning of the year			42,90,000	14.09%		
	Changes during the year	23/03/20	Buy Back	-	-	-	-
	At the end of the year					-	-
8	Regal Financial Advisory Pvt. Ltd.						
	At the beginning of the year			99,000	0.33%		
	Changes during the year			-	-	-	-
	At the end of the year					99,000	0.38%

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
9	Sanatan Vinimay Private Limited						
	At the beginning of the year			60,000	0.20%		
	Changes during the year			-	-	-	-
	At the end of the year					60,000	0.23%
10	Lumino Electrical Industries Pvt. Ltd.						
	At the beginning of the year			37,40,000	12.29%		
	Changes during the year			-	-	-	-
	At the end of the year					37,40,000	14.30%

v) Shareholding of Directors and KMP:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
DIRECTORS							
1	Devendra Goel						
	At the beginning of the year			13,31,500	4.37%	-	
	Changes during the year	06.08.2019	Transfer	(6,20,650)	(2.04)	7,10,850	2.33
		21.03.2020	Transfer	7,10,850	2.33	14,21,700	4.67
	At the end of the year			14,21,700	5.44%	14,21,700	5.44*
2	Jay Goel						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
3	Amit Bajaj						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
4	Kanchan Jalan						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
5	Hari Ram Agarwal						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
6	Pradip Agarwal**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
Key Managerial Personnel							
7	Dhwani Fatehpuria						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
8	Varun Mundhra						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-

* Consequent to the Buy Back of Shares, the paid up equity capital of the Company decreased wef 23.03.2020, therefore the % of holding of Mr. Devendra Goel increased even though his holding of 1421700 equity shares remained same on 21.03.2020 and 31.03.2020, respectively.

** Mr. Pradip Kumar Agarwal was appointed on 26.11.2019

V) INDEBTEDNESS

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

Particulars	(INR in Lac)			
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	12594.23	1995.09	-	14589.32
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	12594.23	1995.09	-	14589.32
Change in Indebtedness during the financial year				
* Addition	3486.31	4770.25	-	8256.56
* Reduction	-	-	-	-
Net Change	3486.31	4770.25	-	8256.56
Indebtedness at the end of the financial year				
i) Principal Amount	16080.54	6765.34	-	22845.88
ii) Interest due but not paid*	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	16080.54	6765.34	-	22845.88

* Interest is net of TDS

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount (INR)
		Devendra Goel Managing Director	Jay Goel Whole-time Director	Amit Bajaj Whole-time Director	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,12,00,000/-	2,76,00,000/-	44,28,484/-	6,32,28,484/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit				
	- others, specify...				
5	Others, please specify				
	Total (A)	3,12,00,000	2,76,00,000	44,28,484	6,32,28,484
	Ceiling as per the Act (10 % of profits calculated under Section 198 of the Companies Act, 2013)	Within the ceiling as prescribed under the applicable provisions of the Companies Act 2013			

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount (INR)
1	Independent Directors	Hari Ram Agarwal	Kanchan Jalan	-	-
	Fee for attending board committee meetings	48,000	48,000	-	96,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	48,000	48,000	-	96,000
2	Other Executive Directors	Devendra Goel	Jay Goel	Amit Bajaj	-
	Fee for attending board committee meetings	48,000	40,000	40,000	1,28,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	48,000	40,000	40,000	1,28,000
	Total (B)=(1+2)				2,24,000
	Total Managerial Remuneration	-	-	-	6,34,52,484
	Overall Ceiling as per the Act	Within the ceiling as prescribed under the applicable provisions of the Companies Act 2013			

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel		
		Varun Mundhra	Dhwani Fatehpuria	Total
	Name	CFO	CS	
	Designation			
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	13,23,933	11,96,866	25,20,799
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	others, specify.	-	-	-
5	Others, please specify	-	-	-
	Total	13,23,933	11,96,866	25,20,799

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

By Order of the Board

Place: Kolkata
Date: 24.08.2020Devendra Goel
Managing Director
DIN- 00673447Jay Goel
Whole-time Director
DIN- 08190426

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO:

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have been furnished herein below:

A. CONSERVATION OF ENERGY

Energy conservation measures taken:

1. Use of LED light fittings for saving on energy.
2. Monitoring of Power Factor at regular Intervals.

POWER AND FUEL CONSUMPTION:

Particulars	2019-20	2018-19
Electricity		
Purchased from SEB's	5963300	3509950
Units (KWH)		

B. TECHNOLOGY ABSORPTION

1. RESEARCH & DEVELOPMENT (R&D)

Research & Development work in respect of new engineering techniques for achieving higher efficiencies is a continuous process in the Company. The followings are the major works taken by the Company in the field during the year are as follows:-

- Conversion of raw material and resources e.g. study of aluminum ingots, their characterisation and optimisation of processing parameters.
- Proper methods for industrial waste disposal.
- The Company's laboratory owns all modern testing equipments in the Company which enables the Company to improve the quality of the products as well as the dependency on outside agencies for testing is reduced, which fastens the production cycle.

2. BENEFITS DERIVED AS A RESULT OF ABOVE R&D

- New market for our products applications enabling the company to maintain its leading position.
- Increase in operating efficiency of plants.

- Reduction in specific consumption of raw materials.
- Reduction in specific energy consumption in total production cycle.
- Improve waste management and better environmental condition in the plant.

3. FUTURE PLAN OF ACTION

- The Company plans to bag more orders for infrastructure development through turnkey projects.
- To increase the production capacity to meet the ever growing market demands.
- The Company is also focusing in overseas markets, which will enable the Company to increase the total turnover & performance.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

1. Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans :

Various initiatives relating to improvement in quality and service, developing new markets, etc. have resulted into securing orders from overseas clients.

2. Total foreign exchange used and earned :

Particulars	(INR in Lakhs)	
	Current Year	Previous Year
Foreign Exchange Used	726.22	116.91
Foreign Exchange Earned	6733.33	-

By Order of the Board

Devendra Goel

Jay Goel

Place: Kolkata

Managing Director

Whole-time Director

Date: 24.08.2020

DIN- 00673447

DIN- 08190426

ANNEXURE-E**FORM NO. AOC -2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis

-NIL-

2. Details of material contracts or arrangement or transactions at arm's length basis

The details of transactions entered into by the Company during the year with related parties at arm's length basis are provided under note 36 of the annual accounts.

By Order of the Board

Place: Kolkata
Date: 24.08.2020

Devendra Goel
Managing Director
DIN- 00673447

Jay Goel
Whole-time Director
DIN- 08190426

Independent Auditor's Report

To the Members of
M/s Lumino Industries Ltd.

Report on the Audit of the Financial Statements

Opinion

We have audited the Financial Statements of M/s Lumino Industries Ltd. ("the Company"), which comprise the Balance Sheet as at March 31, 2020, and the Statement of Profit and Loss, and statements of Cash Flows for the year ended and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- (i) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2020;
- (ii) in the case of the Statement of Profit and Loss, of the Profit for the year ended on March 31, 2020; and
- (iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on March 31, 2020.

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note no. 41 of the financial statements, as regards to the management evaluation of COVID – 19 impact on the future performance of the Company. Our opinion is not modified in respect of the above matters.

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 the Annual report, but does not include the Financial Statements and our auditor's report thereon.

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

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

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting

frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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'), the order issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, "Annexure-A" on the matters specified in paragraph 3 and 4 of the Order is annexed herewith, since in our opinion and according to the information and explanations given to us, the said Order is applicable to the Company.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purpose of our audit have been received from the Foreign branches not visited by us.
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid Financial Statements comply with the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being

appointed as a director in terms of Section 164 (2) of the Act;

- (f) With respect to the internal financial controls with reference to Financial Statements over financial reporting of the company and 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 Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The company has disclosed the impact of pending litigations on its financial position in its Financial Statements as referred in Note 31 & 32;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

68, Ballygunge Circular Road,
Firm's Regn. No : 323512E
Annapurna Apartment,
11th Floor, Room 11D
Kolkata - 700019

Dated: The 24th day of August, 2020
Place: Kolkata

For G S A P & Co.
Chartered Accountants

(CA Jitesh Kumar Gutgutia)

Partner
M.No. 057537

RE: M/s Lumino Industries Ltd.

Annexure - “A” to the Independent Auditor’s Report

Referred to in Paragraph 1 under “Report on other Legal & Regulatory Requirements” section of our report of even date

- i. In respect to Company’s Plant, Property & Equipment: -
- a) According to the information and explanations given to us, the company has maintained proper records showing full particulars including quantitative details and situation of Plant, Property & Equipment.
 - b) According to the information and explanations given to us, Plant, Property & Equipment have been physically verified by the management during the year based on a phased program of verifying all the assets regularly, which in our opinion is reasonable having regard to the size of the Company and the nature of Plant, Property & Equipment. As informed, no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us, the company holds title deeds of all its immovable properties in its name.
- ii. As explained to us, the management has conducted physical verification of inventory during the year except for inventory in transit. In our opinion, the frequency of verification is reasonable. No discrepancies were noticed on verification between physical stocks and the book records.
- iii. In our opinion and according to the information and explanation given to us, the company has not granted loans, secured or unsecured to any Companies, firms, LLPs or other parties covered in the register maintained under section 189 of the Companies Act, 2013. As such, we are not required to comment on clauses (iii) (a) and (b) and (c) of the Order.
- iv. As per the information and explanation obtained by us from the management, in our opinion the company has not advanced any loan or guarantee in contravention of section 185 of the Companies Act, 2013. With respect to loans, investment, guarantee and security, the Company is complying with section 186 of the Companies Act, 2013 and necessary resolutions have been passed where necessary.
- iv. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits within the meaning of the provisions of sections 73 -76 or any other relevant provisions of the act and rules framed there under and The Companies (Acceptance of Deposits) Rules, 2014.
- v. We have broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148 (1) of the Companies Act, 2013 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not however, made a detailed examination of the records with a view to determining whether they are accurate or complete.
- vi. According to the information and explanation given to us and the records of the company examined by us, in our opinion: -
- a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident fund, Employees State Insurance, Income Tax, Goods & Services Tax, Custom Duty and any other statutory dues applicable to it with the appropriate authorities However there has been a slightly delay in a few cases. No undisputed amount payable in respect of the aforesaid statutory dues were outstanding as at last day of the financial year for a period of more than six months from the date they became payable.
- vii. According to the records of the Company and as per the information given to us, the dues outstanding of Income Tax, Goods & Services Tax, Service Tax, Sales Tax, Customs Duty, Excise Duty and cess on account of any disputes are as follows: -

Name of the Statute	Nature of the dues	Amount of demand (INR in Lacs)	Amount of Deposit (INR in Lacs)	Period to which the amount relates	Forum where Dispute is Pending
Service Tax, 1994	Service Tax	867.02	Nil	F.Y. 2010-11 to 2014-15	Appeal Filed by department of CESTAT
WB tax on Entry of Goods into Local Area Act, 2012	Entry Tax	322.28	Nil	F.Y. 2015-16	Appeal filed by us in West Bengal Taxation Tribunal

Name of the Statute	Nature of the dues	Amount of demand (INR in Lacs)	Amount of Deposit (INR in Lacs)	Period to which the amount relates	Forum where Dispute is Pending
Customs Act, 1962	Customs Duty	949.67	Nil	F.Y. 2015-16	Appeal Filed by department to CESTAT
WB tax on Entry of Goods into Local Area Act, 2012	Entry Tax	291.17	-	F.Y. 2016-17	Appeal filed by us in West Bengal Taxation Tribunal
Income Tax Act, 1961	Income Tax	24.57	4.95	F.Y. 2015-16	CIT Appeals – 2, Kolkata

- viii. Based on our audit procedures and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
- ix. In our opinion and according to the information and explanations given to us, and on an overall basis, the money raised by the term loans were applied for the purposes for which they were raised. No money was raised from Initial Public Offer, or further public offer (including debt instruments) during the year.
- x. Based on the audit procedures performed for the purpose of reporting true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. As per the information obtained by us, the managerial remuneration has been paid or provided for as per the provisions of Section 197 read with Schedule V of the Companies Act, 2013.
- xii. Since the Company is not a Nidhi Company as per section 406 of Companies Act, 2013 & Companies (Nidhi Companies) Rules, 2014, we are not required to comment on clause 3(xii) of the Companies Auditors Report Order, 2016.

- xiii. According to the information and explanations given by the management, transactions with the related parties are in Compliance with section 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. According to information given to us, the company has not made any preferential allotment or private placement of shares or full or partly convertible debenture during the year under review, thus, we are not required to comment on this clause.
- xv. As per the information given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Thus, the need for compliance with section 192 does not arise.
- xvi. According to the information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

68, Ballygunge Circular Road,
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Annapurna Apartment,
11th Floor, Room 11D
Kolkata - 700019
Dated: The 24th day of August, 2020
Place: Kolkata

For G S A P & Co.
Chartered Accountants
(CA Jitesh Kumar Gutgutia)
Partner
M.No. 057537

Annexure - “B” to the Independent Auditor’s Report

Annexure B referred to in paragraph 2(f) under “Report on other Legal & 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 M/s Lumino Industries Limited (‘the Company’) as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (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 record, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit

opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to 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 March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

68, Ballygunge Circular Road,
Firm’s Regn. No : 323512E
Annapurna Apartment,
11th Floor, Room 11D
Kolkata - 700019

Dated: The 24th day of August, 2020
Place: Kolkata

For G S A P & Co.
Chartered Accountants
(CA Jitesh Kumar Gutgutia)

Partner
M.No. 057537

Balance Sheet

as at March 31, 2020

Particulars	Notes	Amount INR in Lacs	
		As on March 31, 2020	As on March 31, 2019
Equity & Liabilities			
Shareholder's Fund:			
Share Capital	2	2,615.25	3,044.25
Reserve & Surplus	3	31,238.69	21,943.65
Non-Current Liabilities:			
Long Term Borrowings	4	136.58	193.52
Other Long Term Liability	5	386.30	386.30
Long Term Provisions	6	117.93	61.79
Current Liabilities:			
Short Term Borrowings	7	22,661.73	14,395.80
Trade Payables	8		
- Micro and Small Enterprise		84.76	-
- Other than Micro and Small Enterprise		11,304.47	10,459.56
Other Current Liabilities	9	1,365.11	745.11
Short Term Provisions	10	684.20	2,919.96
TOTAL		70,595.02	54,149.95
Asset			
Non-Current Assets:			
Property, Plant and Equipment	11	2,357.90	2,155.45
Intangible Assets	12	75.77	68.11
Capital Work-in-Progress		16.89	127.15
		2,450.56	2,350.70
Non-Current Investments	13	2,708.54	3,245.55
Deferred Tax Assets (Net)	14	120.92	(7.35)
Long-Term Loans and Advances	15	250.80	199.30
Current Assets:			
Current Investment	16	1,448.39	2,707.25
Inventories	17	6,035.75	5,547.83
Trade Receivables	18	46,804.15	30,655.08
Cash and Bank Balances	19	6,933.49	7,341.16
Short Term Loans and Advances	20	2,311.15	1,671.91
Other Current Assets	21	1,531.27	438.52
TOTAL		70,595.02	54,149.95
Significant accounting policies	1		

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

Signed in term of our
Attached report of even date

On behalf of the Board of Directors

For G S A P & Co
Firm's No : 323512E
Chartered Accountants

Varun Mundhra
(Chief Financial Officer)

Devendra Goel
(Managing Director)
DIN: 00673447

(C.A. Jitesh Kumar Gutgutia)
Partner
M.No. 057537
UDIN: 20057537AAAAYF4413

CS Dhwani Fatehpuria
(Company Secretary)

Jay Goel
(Wholtime Director)
DIN: 08190426

Date: August 24, 2020
Place: Kolkata

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

Particulars	Notes	Amount INR in Lacs	
		For the year ended March 31, 2020	For the year ended March 31, 2019
Income			
Revenue From Operation	22	93,292.64	82,011.98
Other Income	23	509.39	436.47
TOTAL REVENUE		93,802.03	82,448.45
Expenses			
Cost of Material Consumed	24	36,043.74	36,238.15
Purchases of Trading Goods	25	24,417.88	21,794.82
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	26	(968.17)	(3,248.55)
Employee Benefit Expenses	27	3,817.85	3,539.42
Finance Cost	28	2,431.58	1,825.04
Depreciation and Amortisation Expenses	11 & 12	511.36	436.57
Other Expenses	29	14,941.80	10,424.96
TOTAL EXPENSES		81,196.03	71,010.40
Profit before exceptional and extraordinary items and tax		12,605.99	11,438.05
Less: Exceptional Items		-	-
Profit before extraordinary items and tax		12,605.99	11,438.05
Less: Extraordinary Items		-	-
Profit Before Taxation		12,605.99	11,438.05
Less: Tax Expenses			
Current Tax		3,254.10	5,210.00
Less: Deferred tax	14	(128.27)	13.62
		3,125.83	5,223.62
Profit After Taxation		9,480.16	6,214.43
Earning Per Share (Face Value INR 10/- each)			
Basic	30	31.17	20.41
Diluted	30	31.17	20.41
Significant accounting policies	1		

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

Signed in term of our
Attached report of even date

On behalf of the Board of Directors

For G S A P & Co
Firm's No : 323512E
Chartered Accountants

Varun Mundhra
(Chief Financial Officer)

Devendra Goel
(Managing Director)
DIN: 00673447

(C.A. Jitesh Kumar Gutgutia)
Partner
M.No. 057537
UDIN: 20057537AAAAYF4413
Date: August 24, 2020
Place: Kolkata

CS Dhwani Fatehpuria
(Company Secretary)

Jay Goel
(Wholetime Director)
DIN: 08190426

Cash Flow Statement

for the year ended March 31, 2020

Amount INR in Lacs

Particulars	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Cash Flow from Operating Activities:		
Net Profit Before Tax and Extraordinary items	12,605.99	11,438.05
Adjustments for non-cash and non-operating items:		
Depreciation and Amortisation	511.36	436.57
Interest Paid	2,431.58	1,825.04
Interest Received	(435.84)	(397.55)
Balances written off	(46.29)	146.99
Dividend Received	(7.83)	(0.37)
Unrealised Loss on Current Investment	103.29	-
Unrealised Exchange Difference	(98.46)	(2.44)
Loss/(Profit) on sale of Property, Plant and Equipment	(0.67)	(1.60)
Loss/(Profit) on sale/redemption of investments	53.31	(37.83)
	2,510.46	1,968.81
Operating Profit/(Loss) Before Working Capital Changes:	15,116.45	13406.85
Adjustments for working capital changes:		
(Increase)/Decrease in Inventories	(487.93)	(3,743.72)
Increase/(Decrease) in Other Long term Liabilities	-	43.00
Increase/(Decrease) in Provisions	56.14	20.14
Increase/(Decrease) in Trade payables	929.67	(913.26)
(Increase)/Decrease in Trade Receivables	(16,004.32)	(4,659.27)
Increase/(Decrease) in Other Liabilities	620.00	(1,018.06)
(Increase)/Decrease in Short Term Loans and Advances	(639.24)	(182.17)
(Increase)/Decrease in Other Current Assets	(1,092.75)	(0.01)
	(16,618.44)	(10,453.34)
Cash Flow from Operating activities before tax and extra ordinary items	(1,501.98)	2953.51
Less: Exceptional items	-	-
Cash Flow from Operating activities before tax	(1,501.98)	2953.51
Income Tax paid	(5,494.81)	(3417.01)
Cash Flow from Operating Activities: (A)	(6,996.79)	(463.50)
Cash Flow from Investing Activities:		
Purchase of Property, Plant and Equipment	(629.41)	(1074.31)
Net (Increase)/Decrease in Investments in Mutual Fund	2,103.83	(5173.32)
Net (Increase)/Decrease in Non-Current Investments	537.01	(1.00)
Dividend Received	7.83	0.37
Investment under Portfolio Manager	(1,001.56)	(152.62)
Proceeds from Maturity of Fixed Deposit	676.49	(2,851.53)
Interest Received from fixed deposit	435.84	397.55
Proceeds from Property, Plant and Equipment	18.86	14.41
Net Cash Flow from Investing activities (B)	2,148.88	(8,840.45)

Cash Flow Statement

for the year ended March 31, 2020

Particulars	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Cash Flow from Financing Activities:		
Interest Paid	(2,431.58)	(1825.04)
Increase/(Decrease) in Short Term Borrowings	8,265.92	7489.13
Payment for Income Tax on Buyback of Equity Shares	(30.03)	-
Payment for Buyback of Equity Shares	(579.15)	-
Increase/(Decrease) in Long Term Borrowings	(56.94)	154.23
(Increase)/Decrease in Long Term Loans and Advances	(51.50)	(144.60)
Net Cash Flow from Financing Activities (C)	5,116.74	5,673.72
Net Cash Flow during the year (A+B+C)	268.82	(3,630.23)
Opening Cash and Cash equivalents	134.63	3,764.85
Closing Cash and Cash Equivalents	403.45	134.63

Notes

- 1) The above cash flow statement has been prepared under the Indirect Method as set out in AS-3 on Cash Flow Statement.
- 2) The above Cash Flow Statement has been prepared pursuant to requirements of section 2(40) of the Companies Act, 2013
- 3) Cash and Cash Equivalents Comprise:

Particulars	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Balance with Banks		
- In Bank Account	379.94	103.01
Cash on hand	23.51	31.62
Closing Cash and Cash Equivalents (Refer Note - 19)	403.45	134.63

Signed in term of our
Attached report of even date

On behalf of the Board of Directors

For G S A P & Co
Firm's No : 323512E
Chartered Accountants

Varun Mundhra
(Chief Financial Officer)

Devendra Goel
(Managing Director)
DIN: 00673447

(C.A. Jitesh Kumar Gutgutia)
Partner
M.No. 057537
UDIN: 20057537AAAAYF4413

CS Dhwani Fatehpuria
(Company Secretary)

Jay Goel
(Wholetime Director)
DIN: 08190426

Date : August 24, 2020
Place: Kolkata

Notes to Financial Statements for the year ended March 31, 2020

Note - 1: Significant accounting policies

A. COMPANY OVERVIEW:

Lumino Industries Limited (the 'Company') is a Public Limited Company domiciled in India and has its registered office at Kolkata, West Bengal. The Company is primarily engaged in the manufacture of cables and conductors and is also engaged in Rural Electrification Turnkey Infrastructure Projects in India.

B. SIGNIFICANT ACCOUNTING POLICIES :

a) System of Accounting

These Financial Statements have been prepared in accordance with the generally accepted accounting principles in India on accrual basis. The financial statements have been prepared in accordance with the accounting standards as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared under historical convention as a going concern.

b) Basis of Preparation

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

c) Use of estimates

The presentation of Financial Statements in conformity with the Indian GAAP requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosures related to contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/ materialised.

Examples of such estimates include computation of percentage of completion, provisions for doubtful debts, future obligation under employee retirement benefit plans, income taxes, etc.

d) Revenue Recognition

Sale of Goods

- i. Sales are accounted for on basis of actual dispatch of goods to the customers, when all significant contractual obligations have been satisfied, the property in goods is transferred for a price, significant risks and rewards of ownership are transferred and no effective ownership is retained. Amounts disclosed as revenue are exclusive of returns, trade discounts, rebates, goods and services tax (GST) and amounts collected on behalf of third parties.
- ii. Items of Income/Expenditure are recognised on accrual basis. Provisions are made for all known losses and liabilities.

Construction Contracts

- iii. Revenue from Fixed Price Construction Contracts is recognised by reference to the stage of completion of the project as at the balance sheet date as per Accounting Standard-7 "Construction Contracts" issued by ICAI, to recognise revenue in respect of contracts executed. The stage of completion of the project is determined by the proportion that contract costs incurred for work performed upto the balance sheet date bear to the total estimated contract cost. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognised immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies, which being technical matters have been relied upon by the auditors. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which, however, cannot be disclosed separately in the financial statements as the effect thereof cannot be accurately determined.

Notes to Financial Statements for the year ended March 31, 2020

Variations in contract work are recognised to the extent that it is probable that they will result in revenue and are capable of reliably measured.

In the above mentioned fixed price arrangements, revenue has been recognised using the percentage-of-completion method. Costs and earnings in excess of billings are classified as unbilled revenue. In measuring progress towards completion, we have selected a method that we believe is reliable and best approximates the progress to completion. Cost incurred that relates to future activity on the contract are on accrual basis classified as erection work in progress.

- iv. Revenue from services are recognised when the relevant services are rendered on accrual basis.
- v. Claims lodged with insurance companies are accounted and credited to the relevant head when recognised by the Insurance Company.
- vi. Export sales are accounted for on the basis of the dates of Bill of Lading.
- vii. Sales are net off Sales returns, if any.
- viii. Export benefit entitlements to the Company under the Foreign Trade Policy are recognised in the year of exports on accrual basis.
- ix. Interest income is recognised on time proportion basis taking into account the amount outstanding and rate applicable.
- x. Dividend income is recognised when the Company's right to receive dividend is established by the reporting date.

e) Rounding off of amounts

All amounts disclosed in the Financial Statements and notes have been rounded off to the nearest lacs and decimals thereof (INR 00,000.00) as per the requirement of Schedule III, unless otherwise stated.

f) Property, Plant & Equipment

i. Tangible

Tangible Fixed Assets are stated at their cost of acquisition or construction less accumulated depreciation and impairment losses. Cost comprises all costs incurred to bring assets to their location and working condition inclusive of incidental expenses and financing cost till commencement of production and are net of indirect taxes on which credit is available. Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefit from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair & maintenance expenditure and cost of replacing parts are charged to the Statement of Profit & Loss for the period during which such expenditure are incurred.

In case of revaluation of fixed asset, any revenue surplus is credited to revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognised in the statement of Profit and loss A revaluation deficit is recognised in the statement of Profit and Loss except to the extent that it offsets an existing surplus on the same asset recognised in the asset revaluation reserve.

ii. Expenditure incurred during construction period-Capital Work in progress.

Apart from costs related directly to the construction of an asset including interest on specific borrowings, advances, indirect expenses incurred up to the date of commencement of commercial production which are incidental and related to construction are capitalised as part of construction cost and the same is allocated to the respective fixed assets on the completion of its construction/erection. Income, if any earned during the construction period is recognised in the Statement of Profit & Loss.

g) Depreciation on Tangible Fixed Assets

Depreciation on tangible assets is provided on the written down value method over the useful lives of assets as specified in the Schedule II of the Companies Act, 2013 except in respect of the following assets, in which case, life of the assets has been assessed as under, based on technical advice, taking into accounts the nature of the assets, the estimated

Notes to Financial Statements for the year ended March 31, 2020

usage of the assets and the operating conditions of the assets etc.

Nature of the Property, Plants & Equipment	Useful Life
Trolley Vans	3 Years

Accordingly, the unamortised carrying value is being depreciated over the revised/ remaining useful lives. Depreciation for assets purchased/sold during a period is proportionately charged. No depreciation is provided on credit of taxes and duties availed on purchase of capital goods. The useful life of the asset has been rounded down to the nearest integer.

h) Intangible & Amortisation of Intangible Assets

Intangible assests have a finite useful life and are started at cost less accumulated amortisation and accumulated impairment losses, if any.

Computer Software:

Software for internal use, which is primarily acquired from third-party vendor is capitalised. Subsequent cost associated with maintaining such software are recognised as expense as and when incurred. Cost of software includes license fees and cost of implementation/system integration service where applicable.

Amortised method and period:

Computer software is amortised on a prorata basis using a straight line method over their estimated useful life of 5 years from the date they are available for use. Amortisation method and useful lives are reviewed periodically including at each financial year end.

i) Impairment of Tangible and Intangible Assets

An asset is considered as impaired in accordance with Accounting Standard (AS)-28 on 'Impairment of Assets', when at balance sheet date there are indications that the recoverable amount of fixed assets is lower than its carrying amount. In such cases a provision is made for the impairment losses i.e. carrying amount is reduced to the recoverable amount and is recognised in Profit & Loss Account. Post impairment depreciation is provided on the revised carrying value of the asset over its remaining useful life.

j) Borrowing Costs:

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing Costs that are directly attributable to the acquisition or construction or production of an asset that necessarily take a substantial period of time to get ready for its intended use are capitalised as part of the cost of such assets for the period prior to the commencement of commercial production or installation. All other costs are charged to revenue.

k) Investments

i. Investments, which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

ii. Current investments are carried in the financial statements at lower of cost or market value determined on an individual investment basis.

iii. Non Current Investments are carried at cost less provision for permanent dimunition in value of such investments.

iv. Investments in Fixed Deposits are classified as under in the financial statements

Particulars	Classification
Balances with banks to the extent held as margin money or security	Other Bank Balance

v. Investment with Portfolio managers are classified under Current Investments and are carried at lower of cost and market value.

Notes to Financial Statements for the year ended March 31, 2020

l) Government Grants, Subsidy and Incentives

Revenue grants including subsidy/rebates are deducted from the related expenses. Grants relating to fixed assets are adjusted in the cost of such assets as the case may be, as and when the ultimate realisability of such grants are established.

m) Inventories

Costs of inventory comprises cost of purchase, cost of conversion and other cost incurred in bringing the inventory to present location and condition. The costs in respect of various items of inventory is computed as under:

- i. Costs of raw materials and stores include freight and other expenses and is net of recoverable taxes. The cost is determined on FIFO basis.
- ii. Stock of finished goods are valued at cost or net realisable value, whichever is lower. Cost includes direct material, labour, and a proportion of manufacturing overhead based on the actual production.
- iii. Work-in-progress are valued at cost plus direct expenses.
- iv. Stores, spares and consumables are valued at lower of cost or Net Realisable Value.
- v. Saleable scrap (including goods under process) are valued at estimated realisable value.
- vi. Stock at site for Turnkey Infrastructure Project is valued at cost using FIFO method.
- vii. Goods/Materials in transit are valued at basic cost.
- viii. Traded Goods are valued at Cost or NRV, whichever is lower.

n) Indirect Taxes

- i. Credit of taxes and duties on input of materials are accounted for separately. Credits of taxes and duties on purchase of capital goods is reduced from the costs of the assets as per prevailing law and no depreciation is charged thereon. Such credits are set off against taxes and duties payable on final good/services as per prevailing law.

o) Foreign Currency Transaction

Initial recognition

- i. Transactions denominated in foreign currencies are normally recorded at the exchange rates prevailing at the time of transaction.

Conversion

- ii. Foreign currency monetary items outstanding at the close of the year, are converted in Indian currency at the appropriate rates of exchange prevailing on the reporting date. Resultant gain or loss is accounted during the year. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.
- iii. Foreign Currency liabilities for acquisition of fixed assets are stated at the rates prevailing on the date of Balance Sheet.
- iv. Foreign Branches of the Company:

Income and expense items are translated at the average rates of respective foreign currency and all resulting exchange differences are recognised in the Statement of Profit and Loss.

Non-monetary assets and liabilities are measured in terms of historical cost.

In respect of integral foreign operations, all transactions are translated at the rates using average rates or that approximates the actual rate at the date of transaction. Monetary assets and liabilities are restated at the year end rates.

Exchange Differences

- v. Exchange rate gains and losses on export sales made and realised during the year and imports made and paid during the year, are recognised to forex gain/loss account in the Statement of Profit & Loss.

Forward exchange contracts entered into to hedge foreign currency risk of an existing asset/liability

Notes to Financial Statements for the year ended March 31, 2020

vi. In the case of forward contracts (for hedging purposes) the premium or discount arising at inception is amortised as expense or income over the life of the contract. Exchange differences on such contracts are recognised in the Statement of Profit & Loss in the reporting period in which the exchange rates change.

p) Employee Benefits

Liability in respect of retirement benefits is provided and/or funded and charged to the Statement of Profit & Loss as follows:

i. Short Term Employee Benefits

The benefits which are payable within 12 months of rendering the services are classified as short term employee benefits.

ii. Long Term Employee Benefits

a. Gratuity:

The obligation in respect of defined benefit plans, which cover Gratuity is provided for on the basis of an actuarial valuation, using the projected unit credit method, at the end of each financial year. Gratuity is funded with an approved Gratuity Fund "Lumino Industries Limited Employees Gratuity Fund". Actuarial gains/losses, if any, are recognised immediately in the Statement of Profit and Loss.

b. Leave Encashment.

Leave encashment is accounted for on cash basis.

c. Defined Contribution Plan

Provident Fund/Family Pension Scheme/Employees State Insurance Corporation:

Contributions towards Provident Fund, Family Pension Scheme and superannuation are defined contribution schemes and the contributions are charged to Statement of Profit and Loss in the year when the contribution to the respective funds are deposited with the Government Authorities.

q) Provision

Provision for Bad and Doubtful debt

i. Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered includes the credit rating of the counter party, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non payment. The company has a detailed review mechanism of overdue customer receivables at various levels within the organisation to ensure proper attention and focus for realisation.

Owing to large number of customer the management cannot use any specific identification method in determining the allowances for credit losses. Hence, as a policy the management has decided to create a provision for doubtful debts on closing debtors which are outstanding for more than six months, considering historical credit loss experience.

Individual Receivables which are known to be unrealisable are written off by reducing the carrying amount of Trade Receivables & the amount is recognised in the Statement of Profit & Loss within "Other Expenses."

Provision for Income Tax

i. Provision for Current Tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961.

ii. Tax on distributed profits payable in accordance with the provisions of section 1150 of the Income Tax Act, 1961 is in accordance with the Guidance Note on "Accounting for corporate dividend tax" regarded as a tax on distribution of profits and is not considered in determination of profits for the year.

iii. The deferred tax for timing difference between the book and tax profits for the year is accounted for using the tax rates and laws that have been substantively enacted as of the Balance Sheet date in accordance with Accounting Standard AS-22 on "Accounting for taxes on income". Deferred Tax Asset arising mainly on account of brought forward losses and

Notes to Financial Statements for the year ended March 31, 2020

unabsorbed depreciation is recognised, only if there is a virtual certainty of its realisation, as per management's estimate of future taxable income. Deferred tax asset on account of other timing differences are recognised only to the extent there is a reasonable certainty of its realisation. At each balance sheet date, carrying amount of deferred asset/liability shall be reviewed and the necessary adjustment to asset or liability shall be made.

r) Earnings per Share

The Company reports basic and diluted earnings per share (EPS) in accordance with Accounting Standard AS-20 on 'Earnings per Share'. Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

s) Cash Flow Statement

The Cash Flow Statement is prepared by the "Indirect Method" set out in Accounting Standard (AS)-3 on "Cash Flow Statements" and presents the cash flows by operating, investing and financing activities of the Company. Cash and cash equivalents presented in the Cash Flow Statement consist of cash on hand and demand deposits with banks.

t) Cash & Cash Equivalents

Cash & Cash Equivalent in the cash flow statement comprises Cash on hand, demand deposits with banks.

u) Proposed Dividend

Equity & Preference Dividend, if proposed by the Board of Directors are provided for in the accounts and approval of the members at the Annual General Meeting is taken.

v) Provisions, Contingent Liabilities and Contingent Assets

A Provision is recognised when the Company has a present obligation as a result of a past event, it is possible 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 obligation. A contingent liability is a possible obligation that arises from the 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.

The company does not recognise a contingent liability but discloses its existence in the Financial Statements.

Contingent Assets are neither recognised nor disclosed.

w) Operating Segment

The Identification of operating segment is consistent with performance assessment and resource allocation by the management. An operating segment is the component of the company that is engaged in business activities from which it may earn revenues and incur expenses (including transactions with any other component of the company) and for which discrete financial information is available. Operating segments of the company comprises three segments i.e., Manufacturing, Engineering, Procurement & Construction (EPC) & Trading. All operating segments are reviewed regularly by the management to make decisions about resources to be allocated to the segments and assess their performance.

x) Other Accounting Policies

These are consistent with generally accepted accounting principles.

Notes to Financial Statements for the year ended March 31, 2020

Note - 2: Share Capital

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
A. Authorised Capital		
4,00,00,000 (P.Y. 40,000,000) Equity Shares of INR 10/- each	4,000.00	4,000.00
	4,000.00	4,000.00
B. Issued, Subscribed & Paid up Capital		
2,61,52,500 (P.Y. 30,442,500) Equity Shares of INR 10/- each fully paid up in cash	2,615.25	3,044.25
	2,615.25	3,044.25

C. Statement of Reconciliation of equity shares outstanding at the beginning and at the end of the reporting period:

	As on March 31, 2020		As on March 31, 2019	
	No. Of Shares	Amount (INR)	No. Of Shares	Amount (INR)
Outstanding at the beginning of the year	304.43	3,044.25	304.43	3,044.25
Add: Issued during the year:	-	-	-	-
	304.43	3,044.25	304.43	3,044.25
Less: Bought Back During the year (Refer Note-38)	42.90	429.00	-	-
	261.53	2,615.25	304.43	3,044.25

D. Rights, preferences and Restrictions attached to Equity Shares

The Company has only one class of shares referred to as equity shares having a par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The 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 remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

E. List of Share holders holding more than 5% shares in the company

Name Of Shareholder	As on March 31, 2020		As on March 31, 2019	
	% Of Holding	No. Of Shares Held (in Lacs)	No. Of Shares	No. Of Shares Held (in Lacs)
Jalsagar Sales Agency Pvt Ltd.	33.76%	88.30	29.01%	88.30
DRP Trading & Investments Pvt Ltd.	9.65%	25.23	8.29%	25.23
Laser Electrical Industries Pvt Ltd	14.30%	37.40	12.29%	37.40
Laser Power & Infra Pvt Ltd.	-	-	14.09%	42.90
Adishwar Trade Link Pvt Ltd	9.97%	26.07	8.56%	26.07
Welkon Goods Pvt Ltd	9.56%	25.00	8.21%	25.00
Purushottam Dass Goel	5.44%	14.22	4.67%	14.22
Devendra Goel	5.44%	14.22	4.37%	13.32
Sigma Vyapaar Private Limited	5.81%	15.18	4.99%	15.18

F. 42,90,000 (P.Y. Nil) numbers of Equity Shares of INR 10/-each were bought back and extinguished during the year.

G. The Company does not have any Holding Company/Ultimate Holding Company.

Notes to Financial Statements for the year ended March 31, 2020

Note - 3: Reserve & Surplus

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Securities Premium Account		
Balance at the beginning of the year	2,932.16	2,932.16
Add: Addition during the year	-	-
Balance at the end of the year (a)	2,932.16	2,932.16
General Reserve		
Balance at the beginning of the year	1,861.48	1,240.04
Add: Transfer from surplus in Statement of Profit & Loss	948.02	621.44
Less: Utilisation for buy back of Equity Shares (Refer Note 3.1)	614.13	-
Balance at the end of the year (b)	2,195.37	1,861.48
Capital Redemption Reserve		
Balance at the beginning of the year	-	-
Add: Transfer from General Reserve (Refer Note 3.1)	429.00	-
Balance at the end of the year (c)	429.00	-
Surplus/(Deficit) in the Statement of Profit & Loss		
Balance at the beginning of the year	17,150.01	11,557.03
Add: Profit during the year	9,480.16	6,214.43
	26,630.18	17,771.46
Appropriations		
Less: Transfer to General Reserve	948.02	621.44
Balance at the end of the year (d)	25,682.16	17,150.01
(a+b+c+d)	31,238.69	21,943.65

Note 3.1 Capital Redemption Reserve is created consequent to buy back of equity shares. The amount in the Capital Redemption Reserve is equal to the nominal amount of the equity shares bought back and this reserve shall be utilised in accordance with the provisions of Companies Act, 2013.

Note - 4: Long Term Borrowings

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Term Loans		
- From Banking Institutions (Secured)		
Car Loan (Refer Note - 9)	136.58	193.52
	136.58	193.52

4.1 Loan from Banks is hypothecated against the respective motor car purchased under the respective Hire Purchase agreements.

4.2 The term loan carries interest in the range of 8.01% to 8.90% p.a. and is repayable in the range of 36 to 60 equal monthly installments along with Interest.

4.3 The current maturities for Hire Purchase Liabilities is INR 47.57 Lacs Nil (PY. INR 38.98 Lacs).

4.4 The company does not have any default in repayment of loan and interest as on balance sheet date.

Notes to Financial Statements for the year ended March 31, 2020

Note - 5: Other Long Term Liability

	As on March 31, 2020	Amount INR in Lacs As on March 31, 2019
Security Deposit	345.80	345.80
Advance From Others	40.50	40.50
	386.30	386.30

Note - 6: Long Term Provisions

	As on March 31, 2020	Amount INR in Lacs As on March 31, 2019
Provision for Employee Benefits		
- Provision for gratuity (Refer Note - 27.2)	117.93	61.79
	117.93	61.79

Note - 7: Short Term Borrowings

	As on March 31, 2020	Amount INR in Lacs As on March 31, 2019
Secured Borrowings		
Loans repayable on demand		
Working Capital Facilities under Consortium Banker		
Cash Credit	12,993.62	10,314.09
Bill Discounting	2,902.76	1,733.56
Unsecured Borrowings		
Loans repayable on demand		
From Banks	6,765.34	2,348.16
	22,661.73	14,395.80

7.1 Nature of Security Given:

a. Secured Loan has been availed by the Company on the basis of

Fund Based and non-fund based facilities from various Banks under consortium banking arrangement are secured against:

Primary Security

- i. Pari passu charge on Raw Material, WIP & Finished Goods & Book Debts and on entire current assets of the company including present and future.

Collateral Security

- ii. Entire Plant & Machinery and Fixed assets located at Borrower's factories, premises and godowns situated at Jalan Industrial Estate, Domjur, Howrah.

Others

- iii. EMT of Land & Building & Factory shed in the name of Sri Devendra Goel, M/s Lumino Electrical Industries (P) Ltd. & M/s Lumino Industries Ltd.
- iv. EMT of office units at 12/3 and 12/4 in "Merlin Acropolis" in the name of M/s. Brijdham Infrastructure Pvt. Ltd. and M/s. DRP Realtors Pvt. Ltd respectively.
- v. Personal Guarantee of Mr. Devendra Goel (Director), Mr. Deepak Goel and Mrs. Rashmi Goel (Relative of Director).
- vi. Corporate Guarantee of M/s. DRP Realtors Pvt. Ltd., M/s Brijdham Infrastructures Pvt Ltd and M/s Lumino Electrical Industries (P) Ltd, whose net worth is offered as collateral security.

7.2 During the year the company has obtained unsecured credit facilities from M1xchange Treds Platform. The credit facilities against bills discounted is not more than 3 months in all the cases.

Notes to Financial Statements for the year ended March 31, 2020

Note - 8: Trade Payables

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Goods and Services		
Total outstanding dues of Micro and Small enterprises*	84.76	-
Total outstanding dues of Creditors other than Micro and Small enterprises	11,304.47	10,459.56
	11,389.23	10,459.56

8.1 Disclosure of sundry creditors under Trade Payables is based on the information available with the Company regarding the status of the suppliers as defined under the Micro, Small and Medium Enterprise Development Act, 2006 (the Act). Disclosure requirement under Sec 22 of The Micro, Small and Medium Enterprises Development Act, 2006 is given below:

Dues to Micro and Small Enterprises (as per the intimation received from vendors)

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
a. The principal amount and the interest due thereon remaining unpaid:		
- Principal amount remaining unpaid	84.76	-
- Interest amount due thereon remaining unpaid	-	-
b. Interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c. Interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
d. The amount of interest accrued and remaining unpaid at the end of accounting year.	-	-
e. Interest due and payable even in the succeeding year, 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.	-	-

Note - 9: Other Current Liabilities

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Current Maturities of Long Term Borrowings (Refer Note - 4)	47.57	38.98
Advance From Customers	197.17	433.14
Statutory Dues Payable	152.81	63.45
Outstanding Liabilities	394.87	188.85
Derivatives Liabilities		
Deferred Revenue Premium on Forward Contract (Refer Note - 9.1, 1 (o)(vi) & 35)	6.99	
Forward Contract Payables (Refer Note - 9.1, 1 (o)(vi) & 35)	546.55	-
Other Payables		
Creditors For Capital Goods	19.16	20.70
	1,365.11	745.11

9.1 Pursuant to AS-11 "The Effects of Changes in Foreign Exchange Rates" issued by the ICAI, premium arising at the inception of forward exchange contracts is recognised as income over the life of the contract.

Note - 10: Short Term Provisions

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Provision for Income Tax (Net of Advance)	684.20	2,919.96
	684.20	2,919.96

Notes to Financial Statements

for the year ended March 31, 2020

Note - 11: Property, Plant and Equipment

Particulars	GROSS BLOCK (At Cost)				DEPRECIATION / AMORTISATION				Amount INR in Lacs	
	As at April 1, 2019	Addition during the year	Sales During the Year	Total	As on April 1, 2019	Depreciation for the year	Accumulated Depn w.off	Total	W.D.V. as on March 31, 2020	W.D.V. as on March 31, 2019
	Factory Building	-	76.15	-	76.15	-	5.00	-	5.00	71.15
Factory Land	402.50	-	-	402.50	-	-	-	-	402.50	402.50
Computer & Printer	108.19	22.22	-	130.41	81.86	25.03	-	106.90	23.51	26.32
Factory Shed	31.21	11.74	-	42.95	16.31	3.91	-	20.23	22.72	14.90
Furniture & Fixture	423.45	92.06	-	515.51	170.83	80.37	-	251.19	264.32	252.63
Motor Car	569.71	19.09	21.42	567.38	229.56	105.44	19.21	315.79	251.59	340.15
Plant & Machinery	1,597.93	489.50	33.79	2,053.63	514.58	267.49	18.67	763.40	1,290.24	1,083.35
Office Equipment	41.51	13.71	-	55.22	24.22	12.11	-	36.33	18.89	17.29
Motor Bikes	47.75	-	2.08	45.67	29.43	4.47	1.22	32.69	12.98	18.31
Total	3,222.25	724.46	57.29	3,889.41	1,066.80	503.81	39.09	1,531.51	2,357.90	2,155.45
Previous Year	2,411.81	907.42	96.98	3,222.25	783.18	366.97	83.36	1,066.80	2,155.45	

Note - 12: Intangible Assets

Particulars	GROSS BLOCK (At Cost)				DEPRECIATION / AMORTISATION				Amount INR in Lacs	
	As at April 1, 2019	Addition during the year	Sales During the Year	Total	As on April 1, 2019	Depreciation for the year	Accumulated Depn w.off	Total	W.D.V. as on March 31, 2020	W.D.V. as on March 31, 2019
	Computer Software	136.14	15.21	-	151.35	68.03	7.55	-	75.58	75.77
Total	137.43	15.21	-	152.64	69.32	7.55	-	76.87	75.77	68.11
Previous Year	97.68	39.75	-	137.43	39.60	29.72	-	69.32	68.11	58.08

Notes to Financial Statements for the year ended March 31, 2020

Note - 13: Non-Current Investments

	Face Value per Share (INR)	No. of Shares	Amount INR in Lacs	
			As on March 31, 2020	As on March 31, 2019
Non Trade Investments				
Long term Investments in Equity Instruments (Valued at cost less other than temporary diminution in value, if any)				
Unquoted Investments				
In Equity Shares of Others entities				
Jalsagar Sales Agency (P) Ltd.	10	4,59,200 (4,59,200)	139.96	139.96
Adhiswar Trade Link (P) Ltd.	10	1,38,500 (1,38,500)	6.93	6.93
Astra Vinimay (P) Ltd.	10	1,000 (1,000)	0.10	0.10
Barden Agencies (P) Ltd	10	1,000 (1,000)	0.10	0.10
DRP Realtors (P) Ltd.	10	25,000 (25,000)	2.50	2.50
DRP Trading & Investments (P) Ltd.	10	3,80,000 (3,80,000)	19.00	19.00
Goel Buildcon (P) Ltd.	10	60,000 (60,000)	6.00	6.00
Goel Propcon (P) Ltd.	10	30,000 (30,000)	3.00	3.00
JBLD Trading Pvt. Ltd.	10	20,000 (20,000)	20.00	20.00
Kasauti Dealtrade (P) Ltd.	10	1,500 (1,500)	2.60	2.60
Lakshya Properties (P) Ltd.	10	9,000 (9,000)	0.90	0.90
Laser Power & Infra Pvt. Ltd.	100	52,372 (52,372)	248.75	248.75
Lumino Power Infrastructure Ltd.	10	1,500 (1,500)	0.15	0.15
Laser Developers (P) Ltd.	10	60,000 (60,000)	6.00	6.00
Life Line Commotrade (P) Ltd.	10	24,100 (24,100)	1.21	1.21
New Leaf Realtors (P) Ltd.	10	18,000 (18,000)	1.80	1.80
Regal Financial Advisory (P) Ltd.	10	15,000 (15,000)	1.50	1.50
Shanti Infra Development (P) Ltd.	10	60,000 (60,000)	6.00	6.00
Shanti Infra Build (P) Ltd.	10	5,500 (5,500)	0.55	0.55
Sigma Vyaapar (P) Ltd.	10	70,000 (70,000)	7.00	7.00
Welkon Goods (P) Ltd.	10	23,000 (23,000)	2.30	2.30
Total (a)			476.34	476.34

Notes to Financial Statements for the year ended March 31, 2020

Note - 13: Non-Current Investments *(contd...)*

		No of units	Amount INR in Lacs	
			As on March 31, 2020	As on March 31, 2019
Investments in Debt Instruments (Valued at cost less other than temporary diminution in value, if any)				
Long term Investment in Debentures -(Unquoted)				
Reliance Commercial Finance Ltd		-	-	406.68
		(40.00)		
Reliance Capital Ltd.		700.00	831.56	831.56
		(700.00)		
Long term Investment in Debentures -(Quoted)				
Aspire Home Finance Corporation Limited				
		86.00	890.34	1,029.84
		(100.00)		
Mahindra & Mahindra Financial Services Ltd		50.00	503.44	503.44
		(50.00)		
	Total (b)		2,225.35	2,771.53
Others Non-Current Investments				
Lumino Jupiter Solar LLP				
			6.85	(2.32)
Name of Partners				
	Share of each partner (Amount INR in Lacs)	% of Share		
Lumino Industries Ltd.*	6.85	50%		
	(2.32)	-50.00%		
Jupiter Green Energy (P) Ltd.*	6.85	50%		
	(2.32)	-50.00%		
	Total (c)		6.85	(2.32)
	Total (a+b+c)		2,708.54	3,245.55
13.1	Aggregate Amount of Unquoted Investments		1,314.75	1,712.26
13.2	Aggregate Amount of quoted Investments		1,393.79	1,533.29
13.2	Aggregate market values of quoted Investments		1,494.40	1,560.35
13.3	Aggregate Amount of Diminution in the value of Investments		Nil	Nil

The above figures in bracket () denotes previous year's figure.

Note - 14: Deferred Tax Assets (Net)

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Deferred Tax Assets		
On Account of Timing differences on Depreciable Assets	52.46	(5.78)
On Account of Expenses allowable against taxable income in future years	49.79	(1.57)
On Account of Carried forwards of Tax Losses	18.66	-
Net Deferred Tax Assets	120.92	(7.35)

14.1 Pursuant to the Accounting Standard (AS-22) relating to "Accounting for taxes on Income" the Company has recognised Deferred Tax Assets of INR 128.27 Lacs (P.Y. Deferred Tax Liability of INR 13.62 Lacs) in the Statement of Profit & Loss.

Note - 15: Long-Term Loans and Advances

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Security Deposit (Unsecured, Considered Good)	97.16	111.07
Advances against Capital Goods	0.73	0.85
Other loans and advances		-
- Gratuity Trust	152.91	87.38
	250.80	199.30

Notes to Financial Statements for the year ended March 31, 2020

Note - 16: Current Investment (Valued at cost or NAV whichever is lower)

Amount INR in Lacs

	No. of Units	As on March 31, 2020	As on March 31, 2019
Investment in Mutual Fund-(Quoted)			
Canara Robeco Capital Protection Oriented Fund	- (2,99,990.00)	-	30.00
HDFC Capital Builder Fund - Regular Plan	- (8,895.91)	-	25.00
IDFC Equity Fund	- (84,679.45)	-	25.00
Tata Equity P/E Fund Regular Plan	- (18,933.89)	-	25.00
Canara Robeco Liquid	0.66 (0.66)	0.01	0.01
Franklin - India ST Income Plan Retail	- (5,324.96)	-	200.00
Franklin India Ultra Short Bond Fund	- (1,86,088.21)	-	46.46
Baroda Dynamic Equity Fund	99,990.00 (99,990.00)	9.89	10.00
HDFC Medium Term Debt Fund	5,47,303.44 (5,47,303.44)	200.00	200.00
Mirae Asset Focused Fund	10,00,000.00 -	84.30	-
Investment in Debentures - (Quoted)			
Ecap Equities Limited	- (467.00)	-	500.43
Ecap Equities Limited	- (820.00)	-	887.40
Aspire Nifty 50	- (50.00)	-	605.33
Investment With PMS-(Quoted)			
Motilal Oswal Asset Management Company Ltd.		151.46	152.62
ASK Investment Managers Limited		84.28	-
IIFL Asset Management Limited		225.89	-
Tata Asset Management Limited		692.55	-
		1,448.39	2,707.25
16.1 Aggregate Amount of Quoted Investments		1,448.39	2,707.25
16.2 Aggregate Amount of Unquoted Investments		Nil	Nil
16.3 Net Asset Value of Quoted Investments		1,479.12	2,682.64
16.4 Aggregate Amount of Diminution in the value of Investments (Refer Note.- 16.6 below)		103.29	Nil

16.5 The above figures in bracket () denotes previous year's figure.

16.6 Pursuant to the Accounting Standard (AS-13) relating to "Accounting for Investments" the company has valued its current investments at Lower of Cost and Fair Value. The company has recognised the reduction in fair values amounting to INR 103.29 Lacs (PY. Nil) in the Statement of Profit & Loss.

Notes to Financial Statements for the year ended March 31, 2020

Note - 17: Long-Term Loans and Advances

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
[For mode of valuation Refer Note 1(m)]		
Raw Materials	172.39	672.42
Work in Progress	478.55	134.75
Finished Goods	2,728.18	1,403.20
Stock at Site (Incl Goods in transit INR 106.63 Lacs, PY INR Nil)	2,518.30	3,218.92
Packing Material	75.82	84.52
Consumable Stores	62.51	34.03
	6,035.75	5,547.83

17.1 Refer Note No. 7.1 to financial statement in respect of charge created against borrowings.

Note - 18: Trade Receivables

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
(Unsecured, considered good)		
Other Debts	39,656.05	25,561.74
For a period exceeding six months	7,242.66	5,118.93
Less: Provision for Bad & Doubtful Debt	94.55	25.59
	46,804.15	30,655.08

18.1 No 'Trade Receivables' are due from Directors or other officers of the Company either severally or jointly with any other person. Further, no trade receivable are due from Firms or Private companies in which the Director is a Partner or Director or Member.

18.2 Provision for Bad and Doubtful Debt has been created on Trade Receivables which are outstanding for more than six months. (Refer q(i) of Note 1 attached to Financial Statements).

18.3 Trade Receivables are hypothecated with banks to secure short term borrowings.

Note - 19: Cash and Bank Balances

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Cash & Cash Equivalents		
Balances with Banks		
In Bank Accounts	379.94	103.01
Cash On hand	23.51	31.62
Other Bank Balances		
Balances with banks to the extent held as margin money or security	6,530.04	7,206.53
	6,933.49	7,341.16

19.1 Other Bank Balances include fixed deposits, duly pledged with the consortium bankers against short term credit facilities.

19.2 Foreign currency balance in bank on March 31, 2020, ETB 834204.13 has been shown as bank balance INR 19.02 Lacs after converting the same at the year end currency rate as per AS-11 regarding "The Effects of Changes in Foreign Exchange Rates.

Notes to Financial Statements for the year ended March 31, 2020

Note - 20: Short Term Loans and Advances

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
<i>Unsecured, considered good unless otherwise stated</i>		
Balance with Statutory Authorities		
VAT/CST Receivable	109.91	206.71
Goods & Services Tax Receivable	191.65	295.72
Deposit Against Income Tax Appeal	5.86	5.33
Other Loans and Advances		
Advance to Employees	48.40	48.57
Insurance Claims Receivable	39.98	8.07
Prepaid Expenses	334.21	427.63
Security Deposit	191.59	-
Commercial Advances and Deposits	1,195.92	563.93
Earnest Money Deposits	193.64	115.95
	2,311.15	1,671.91

	Amount INR in Lacs	
Amount owed by the	As on March 31, 2020	As on March 31, 2020
Directors	Nil	Nil
Officers of the company	Nil	Nil
Firms or private companies in which director is a Director or Member	60.00	230.00

Note - 21: Other Current Assets

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Dividend Receivable	-	0.01
Receivables on account of sales of shares	25.00	-
Unbilled Revenue on Construction Contracts (Refer Note. 1(d)(iii))	886.13	438.52
Export Benefits	92.28	-
Derivatives Assets		
Forward Contract Receivables (Refer Note - 9.1, 1 (o)(vi) & 35)	527.87	-
	1,531.27	438.52

Notes to Financial Statements for the year ended March 31, 2020

Note - 22: Revenue From Operation

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Sale of Products		
Finished Goods	35,608.70	34,097.35
	(a) 35,608.70	34,097.35
Trading Sales		
Traded Goods	267.76	17,603.32
	(b) 267.76	17,603.32
Turnkey Contract Revenue		
Supplies for Projects	61,553.51	39,457.52
Erection & Installation Charges (TDS C.Y. INR 131.82 Lacs, P.Y. INR 89.87 Lacs)	10,719.36	5,322.05
	(c) 72,272.87	44,779.57
Other Operating Revenue		
- Sale of Scraps	103.48	88.97
- Export Benefits	96.57	-
	(d) 200.05	88.97
TOTAL	(a+b+c+d) 1,08,349.38	96,569.20
Less: Goods & Service Tax	15,056.74	14,557.22
	93,292.64	82,011.98

22.1: Details of Sales*

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Products Sold		
- Aluminum Ingot	10.59	227.93
- Aluminum Wire, & Allied products	195.18	608.21
- Cables and Conductors	35,147.43	33,165.69
- Others **	255.49	95.52
	35,608.70	34,097.35
Traded Goods		
- Electrical Goods & Others	267.76	17,603.32
	267.76	17,603.32
Turnkey Contract Revenue		
- Supplies for Projects	72,272.87	44,779.57
	72,272.87	44,779.57

* All Details of Sales are inclusive of GST.

** None of these individually account for more than 10% of total sales.

22.2 The figure of Revenue from Operation includes Export Revenue of INR 7509.60 Lacs (P.Y. Nil) inclusive of GST.

Notes to Financial Statements for the year ended March 31, 2020

Note - 23: Other Income

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest From Fixed Deposits (TDS C.Y. INR 43.49 Lacs, P.Y. INR 39.96 Lacs)	435.84	397.55
Profit on Sale of Investments	(53.31)	37.83
Profit on Derivative Transactions	10.74	-
Profit from Sale of Property, Plant & Equipment	0.67	1.60
Foreign Currency Translation & Transaction	98.46	2.44
Profit / (Loss) from Investment in LLP (Refer Note - 9 & 13)	9.17	(3.32)
Dividend Received	7.83	0.37
	509.39	436.47

Note - 24: Cost of Material Consumed

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Opening Stock	672.42	248.81
Add: Purchases	36,171.48	37,422.84
Carriage Inwards	36.64	40.31
	36,880.54	37,711.95
Less: Closing Stock	172.39	672.42
Discount Received	664.41	801.39
	36,043.74	36,238.15

24.1: Details of Raw Materials Consumption

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
ACSR Core Wire	2,599.29	2,988.12
PVC & XLPE Compound	3,192.30	3,172.09
Aluminum Ingot, Aluminum Wire, & Allied products	30,252.15	30,077.94
	36,043.74	36,238.15

24.2: Value of Imported and Indigenous Raw Materials consumed

Name Of Shareholder	For the year ended March 31, 2020		For the year ended March 31, 2019	
	INR In Lacs	% of Consumption	INR In Lacs	% of Consumption
Imported	-	0.00%	72.75	0.20%
Indigenous	36,043.74	100.00%	36,165.40	99.80%
Total	36,043.74	100.00%	36,238.15	100.00%

24.3: CIF Value of Imports

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Raw Materials	-	75.19

24.4 Purchase includes Custom Duty, Freight Charges and Loss from Hedging (C.Y. INR Nil, P.Y. INR 33.17 Lacs)

Notes to Financial Statements for the year ended March 31, 2020

Note - 25: Purchases of Trading Goods

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Trading Purchase (Electrical Goods & Others)	186.43	6,602.64
Purchase of Supplies for Turnkey Projects	24,231.45	15,192.18
	24,417.88	21,794.82

25.1 Purchase includes Custom Duty, Freight Charges and Insurance C.Y. INR 3.94 Lacs (P.Y. Nil)

25.2 Purchase of supplies for turnkey projects includes carriage inward and is net of discount received.

Note - 26: Changes in inventories of finished goods, work-in-progress and Stock-in-Trade

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Inventories (At Commencement)		
Finished Goods	1,403.20	486.93
Work in Progress	134.75	537.55
Stock at Site	3,218.92	483.84
	(a) 4,756.86	1,508.32
Less: Inventories (At Close)		
Finished Goods	2,728.18	1,403.20
Work in Progress	478.55	134.75
Stock at Site	2,518.30	3,218.92
	(b) 5,725.03	4,756.86
	(a - b) (968.17)	(3,248.55)
26.1 Details of Inventories		
Finished Goods		
Cables and Conductors	2,720.45	1,394.36
Aluminium Dross	3.67	8.80
Waste & Scrap	4.06	0.03
	2,728.18	1,403.20
Work-In-Progress		
ACSR Core Wire	44.57	13.10
Aluminum Wire Rod	408.00	96.37
PVC & XLPE Compound	20.90	20.21
* Others	5.08	5.07
	478.55	134.75

* None of these individually account for more than 10% of total cost of raw material consumed.

26.2 Stock at Site includes stock at various location of Turnkey projects and includes G.I. Structures, Insulators and other electrical items.

Notes to Financial Statements for the year ended March 31, 2020

Note - 27: Employee Benefit Expenses

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Salaries, Bonus, Wages & Other Allowances	2,881.40	2,521.63
Directors Remuneration	632.28	634.00
Employers Contribution to PF and Others	129.92	103.39
Contribution to LIC Group Gratuity Fund	51.48	24.75
Workmen & Staff Welfare Expenses	122.76	255.65
	3,817.85	3,539.42

Benefits to Employees:

The disclosures required under Accounting Standard 15 on "Employee Benefits" notified in the Companies (Accounting Standard) Rules, 2006, are given below:

27.1: Defined Contribution Scheme

Contribution to defined Contribution Plan, recognised for the year	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Employer's Contribution to Provident Fund & Pension Fund	118.40	78.95

27.2: Defined Benefit Scheme

The contribution towards employees benefit scheme is made to Lumino Industries Ltd Employee Gratuity Fund which is managed & Certified by Life Insurance Corporation of India. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

	Amount INR in Lacs	
	Gratuity (Funded)	
	For the year ended March 31, 2020	For the year ended March 31, 2019
i. Changes in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows:		
Liability at the beginning of the year	61.79	41.65
Interest Cost	4.63	2.90
Current Service Cost	22.97	13.29
Actuarial (Gain)/Loss	28.53	11.62
Benefits Paid	-	7.66
Liability at the end of the year	117.93	61.79
ii. Changes in the value of Plan Asset representing reconciliation of opening and closing balances thereof are as follows:		
Value of Plan Assets at the beginning of the year	87.38	42.79
Return on Plan Assets	4.65	3.05
Contributions by the Company	60.87	49.21
Actuarial (Gain)/Loss	-	-
Benefits paid	-	7.66
Value of Plan Assets at the end of the year	152.91	87.39
iii. Actual Return on Plan Assets		
Actual Return on Plan Assets	4.65	3.05

Notes to Financial Statements

for the year ended March 31, 2020

Amount INR in Lacs

	Gratuity (Funded)	
	For the year ended March 31, 2020	For the year ended March 31, 2019
iv. Amount recognised in Balance Sheet	-	-
Liability at the end of the year	117.93	61.79
Value of Plan Assets at the end of the year	152.91	87.39
Amount recognised in Balance Sheet	(34.98)	(25.60)
v. Expenses recognised in the Income Statement		
Current Service Cost	22.97	13.29
Interest Cost	4.63	2.90
Actuarial (Gain)/Loss	28.53	11.62
Return on Plan Assets	(4.65)	(3.05)
Expenses recognised in the Profit & Loss Account	51.48	24.75
vi. Balance Sheet Reconciliation		
Opening Net Liability	(25.59)	(1.14)
Defined benefit cost included in Profit & Loss	51.48	24.75
Employer's contribution	60.86	49.21
Amount recognised in Balance Sheet	(34.97)	(25.60)
vii. Principal Assumptions Used		
Discount Rate	7.25%	7.50%
Salary Escalation	5.25%	5.00%
Average Age (Years)	34.41%	34.24%
Mortality Rate	Ultimate	Ultimate
Withdrawal Rate	1% to 3 %	1% to 3 %

Note - 28: Finance Cost

Amount INR in Lacs

	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest on Trade Credit(Net)	642.09	117.26
Interest on Term Loan	97.29	12.03
Interest on Credit Facilities	1,692.19	1,695.74
	2,431.58	1,825.04

Note - 29: Other Expenses

Amount INR in Lacs

	For the year ended March 31, 2020	For the year ended March 31, 2019
a. Manufacturing Expenses		
Conversion Charges	9.79	437.70
Consumable Stores	472.84	112.57
Electricity Charges	508.45	299.22
Fork Lift Hire Charges	10.15	-
Factory Rent	212.24	124.51
Inspection & Testing Charges	31.87	30.56
Repairs & Maintenance	199.18	236.25
Transportation Charges	15.58	9.22
	(a) 1,460.10	1,250.03

Notes to Financial Statements

for the year ended March 31, 2020

Note - 29: Other Expenses

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
b. Erection and Sub Contracting Expense		
Consumable Stores	82.39	200.21
Erection Charges	6,218.49	2,828.30
Liquidated Damages & Late Delivery charges	7.15	182.70
Loading & Unloading Charges	168.88	85.25
Repairs & Maintenance	64.01	39.36
Transportation Charges	308.48	258.80
(b)	6,849.40	3,594.61
c. Selling Expenses		
Packing Drums	1,023.17	855.02
Carriage Outwards	483.97	947.28
Discount Allowed	891.03	715.85
Clearing & Forwarding Charges	897.16	-
Commission & Brokerage	135.95	7.73
Advertisement & Publicity	4.77	17.53
Sales Promotion	105.55	72.30
(c)	3,541.58	2,615.72
d. Administrative Expenses		
Auditors Remuneration	7.50	7.50
Bank Charges & Commission	719.83	693.78
Computer Expenses	21.18	16.66
Conveyance Expenses	284.58	258.02
Corporate Social Responsibility (Refer Note 29.2)	140.30	80.00
Directors Sitting Fees	2.24	2.16
Donation (Refer Note 29.3)	25.34	13.60
Unrealised Loss on Current Investment (Refer Note 16.6)	103.29	-
Education Sponsorship	-	8.86
Electricity Charges	20.86	15.32
Entertainment Expenses	20.03	19.54
Filing Fees	0.29	0.33
Insurance Charges	463.49	356.43
Internal Audit Fees	8.87	10.59
Legal & Professional Charges	179.56	173.76
Manpower Supply	10.68	21.96
Membership & Subscription Fees	2.72	5.22
Miscellaneous Expenses	82.24	61.79
Postage, Stamp & Telegram	11.63	13.03
Provision for Bad and Doubtful Debt	68.96	(13.69)
Printing & Stationery	25.99	34.83
Rates & Taxes	306.98	393.47
Registration & Renewal Fees	33.38	17.52
Rent & Office Maintenance	313.66	290.80
Security Charges	84.56	66.90

Notes to Financial Statements for the year ended March 31, 2020

Note - 29: Other Expenses

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Sundry Balance W/off	(46.29)	146.99
Telephone Expenses	22.12	21.85
Tender Fee & Processing Charges	6.33	41.30
Travelling Expenses - Domestic	114.46	128.34
- Foreign	55.94	77.74
(d)	3,090.72	2,964.59
(a+b+c+d)	14,941.80	10,424.96

29.1: Payment to Auditors

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
a) Audit Fees	5.00	5.00
b) Tax Audit Fees	1.70	1.70
c) On Certification Matters	0.30	0.30
d) Cost Audit Fees	0.50	0.50
	7.50	7.50

29.2: Corporate Social Responsibility (CSR)

- a) CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year is INR 139.62 Lacs (Previous year INR 74.94 Lacs).
- b) Expenditure related to Corporate Social Responsibility is INR 140.30 Lacs (Previous Year INR 80 Lacs).

Particulars	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Health	25.30	-
Education & Rural Development	60.00	80.00
Arts, Culture & Heritage	5.00	-
Animal Welfare	50.00	-
Total	140.30	80.00

- c) Out of note (b) above, INR 4 Lacs (PY. INR Nil) contributed to related parties.

29.3: During the year the Company has donated an amount of INR 25 (PY.- Nil) Lacs to a Political Party and the Company is complying with section 182 of the Companies Act, 2013 and necessary resolutions have been passed where necessary.

Note - 30: Basic & Diluted Earning Per Share:

	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit available to equity shareholders (INR Lacs) before extra ordinary items	9,480.16	6,214.43
Profit available to equity shareholders (INR Lacs) after extra ordinary items	9,480.16	6,214.43
No of weighted average share outstanding (Nos. in Lacs)	304.19	304.43
Basic & Diluted EPS (in INR) before extra ordinary items	31.17	20.41
Basic & Diluted EPS (in INR) after extra ordinary items	31.17	20.41

Notes to Financial Statements for the year ended March 31, 2020

Note - 31: Pending Litigations:

- 1 That Company has filed one application u/s 138 of The Negotiable Instruments Act, 1881 as amended upto date for cheque bouncing against one Naresh Gupta amounting to INR 3 Lacs before 6th Bench at City Civil Court vide case No. C/24429/2019.
- 2 The Company has filed one case vide case no. T.S. 1689/2019, pending before 6th Bench at City Civil Court, against SMPL Ltd and Bank of Baroda to get the Bank Guarantee to the tune of INR 40,56,700.00 be refunded. Our Company has got an order for temporary injunction for declaration against Notice for invocation against SMPL and Bank of Baroda.
- 3 The company has filed a writ petition against levy of entry tax in Honourable High court of Calcutta, against The State of West Bengal & others for the F.Y. 2013-14 & 2014-15, after Tata Steel Ltd. & Another has challenged the West Bengal Tax on Entry of Goods into Local Areas Act, 2012, Case :-W.P. No. 11407(W) of 2012.
- 4 The company had filed a writ petition against levy of Entry Tax in Honourable High Court of Calcutta, against The State of West Bengal & Others for the F.Y. 2015-16 & 2016-17 and further the case has been transferred to the West Bengal Taxation Tribunal vide case registration no. R.N. 399 of 2019 and R N. 1097 of 2019 for F.Y. 2015-16 & 2016-17 respectively.
- 5 The company has made a claim at WBSMSE Facilitation Council amounting to ₹ 87.16 Lacs. (P.Y. INR 87.16 Lacs).

Note - 32: Contingent Liabilities & Commitments

	Amount INR in Lacs	
	As on March 31, 2020	As on March 31, 2019
Contingent Liabilities not provided for in respect of:		
a. Claims by suppliers and other third parties. The Company has made counter claims/has a right to recover money in the event of claims crystallising amounting to INR 87.16 Lacs	52.85	52.85
b. Claims against the Company not acknowledged as debt- Representation have been filed before the respective authorities*	1,836.31	2,793.57
c. Other money for which the Company is contingently liable (Entry Tax)	1,005.49	901.97
d. Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of advances)	1.97	-

32.1 The Company has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

Note - 33: Information pursuant to AS 7 "Accounting For Construction Contracts"

	Amount INR in Lacs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Contract Revenue Recognised During the Year	10,719.36	5,322.05
Contract Costs Incurred upto the Reporting Date	6,218.45	2,828.30
Recognised Profit upto the reporting date	4,500.91	2,493.75
Method use to determine the contract revenue recognised and the stage of completion of contracts in progress	Refer note 1(d)(iii)	Refer note 1(d)(iii)
Advanced Received	-	-
Retention Amount	10,950.45	7,331.91
Due from Customer	209.39	(583.96)
Due to Customer	-	-

Notes to Financial Statements for the year ended March 31, 2020

Note - 34: Earnings & Expenditure in Foreign Currency

Particulars	Amount INR in Lacs			
	For the year ended March 31, 2020		For the year ended March 31, 2019	
	Amount in Foreign Currency (In Lacs)	Equivalent amount in INR (In Lacs)	Amount in Foreign Currency (In Lacs)	Equivalent amount in INR (In Lacs)
Export Sales of Goods (FOB)	93.90 USD	6,383.88	-	-
Freights & Others Incomes (FOB)	149.09 ETB	349.45	-	-
Total	-	6,733.33	-	-

Particulars	Amount INR in Lacs			
	For the year ended March 31, 2020		For the year ended March 31, 2019	
	Amount in Foreign Currency (In Lacs)	Equivalent amount in INR (In Lacs)	Amount in Foreign Currency (In Lacs)	Equivalent amount in INR (In Lacs)
Foreign Travel	0.18 USD 0.02 GBP	14.42	0.29 USD 0.16 EURO	34.00
Purchase of Trading Goods (CIF)	0.24 USD 2.83 AED	72.31	1.03 USD	72.75
Clearing & Forwarding Charges	4.56 USD	324.73	-	-
Customs Clearance Charges	63.37 ETB	148.54	-	-
Commission Paid	1.57 USD 0.79 ETB	112.54	-	-
Demurrage	6.57 ETB	15.39	-	-
Scanning & Storage Fees	7.60 ETB	17.82	-	-
Bank Charges	0.01 ETB	0.03	-	-
Rent	0.40 ETB	0.93	-	-
Staff Welfare	0.10 ETB	0.23	-	-
Unloading Charges	8.23 ETB	19.28	-	-
Education Sponsorship	-	-	0.11 USD	7.50
Tender Fees	-	-	0.02 USD	1.24
Sales Promotion	-	-	0.02 USD	1.42
Total	-	726.22	-	116.91

Note - 35: Financial and Derivative Contracts :

The Company has entered into the following derivative instruments:

The Company used foreign currency forward contracts to hedge its risk associated with foreign currency fluctuations relating to export receivables in USD currency and others. The use of foreign currency forward contracts is governed by the Company's strategy approved by the Board of Directors, which provide principles on the use of such forward contracts consistent with Company's Risk Management Policy.

35.1: Forwards Contracts hedged against fluctuations in changes in exchange rate and commodities.

As at	Type	No. of Contracts	Amounts (INR In Lacs)	Amounts (USD in Lacs)	Maturity Date
31/03/20	Buy	3	853.06	-	30/04/2020
31/03/20	Sell	3	854.87	11.44	30/04/2020
31/03/20	Sell	1	527.87	7.25	31/07/2020

Notes to Financial Statements for the year ended March 31, 2020

35.2: The Particulars of unhedged foreign currency exposure at the balance sheet date are as follows:

Particulars	Amount in Foreign Currency (In Lacs)	Amount INR in Lacs	
		As on March 31, 2020	As on March 31, 2019
Trade Receivables	58.96 ETB	134.28	-
Short Term Loans and Advances	24.61 ETB	56.12	-
Cash and Bank Balances	8.34 ETB	19.02	-
Trade Payables	0.02 ETB	0.05	-
Retention money Receivables (On Account of Export Sales)	1.81 USD	136.53	-

Note - 36: Related Party Disclosure:

36.1 List of related parties over which control of the Company exists: Nil

36.2 Name of the related parties with whom the transactions were carried out during the year:

	Relationship
Devendra Goel	Key Managerial Person
Jay Goel	Key Managerial Person
Amit Bajaj	Key Managerial Person
Hari Ram Agarwal	Key Managerial Person
Kanchan Jalan	Key Managerial Person
Varun Mundhra	Chief Financial Officer
Dhwani Fatehpuria	Company Secretary
Rashmi Goel	Relative of Key Managerial Person
Anamika Bajaj	Relative of Key Managerial Person
Sarika Bajaj	Relative of Key Managerial Person
Lumino Jupiter Solar LLP	Enterprises Owned or significantly influenced by KMP or their relatives
Shanti Devi Goel Charitable Trust	Enterprises Owned or significantly influenced by KMP or their relatives
P.D. Goel (HUF)	Enterprises Owned or significantly influenced by KMP or their relatives
Lumino Industries Ltd.	Enterprises Owned or significantly influenced by KMP or their relatives
- Employees Gratuity Fund	
P.S. Enterprise	Enterprises Owned or significantly influenced by KMP or their relatives
Jagannath Concrete Poles	Enterprises Owned or significantly influenced by KMP or their relatives

Note: Related Party Relationship is as identified by the Company and relied upon by the auditors.

36.3 Transaction during the year with related parties

Nature of Transaction	Amount INR in Lacs					
	Associates	Enterprises that Indirectly are under Common Control	Enterprises Owned or significantly Influenced by KMP or their relatives	KMP	Relative of KMP	Total
Purchases	-	-	18,779.21	-	-	18,779.21
	-	(65.62)	(7,703.55)	-	-	(7,769.17)
Sales	-	-	5,326.19	-	-	5,326.19
	-	(2.88)	-	-	-	(2.88)
Conversion Charges	-	-	-	-	-	-
	-	(114.82)	-	-	-	(114.82)
Director Remuneration	-	-	-	632.28	-	632.28
	-	-	-	(634.00)	-	(634.00)
Salary	-	-	-	25.21	186.00	211.21
	-	-	-	(55.56)	(105.75)	(161.31)

Notes to Financial Statements for the year ended March 31, 2020

36.3 Transaction during the year with related parties

Amount INR in Lacs

Nature of Transaction	Associates	Enterprises that Indirectly are under Common Control	Enterprises Owned or significantly Influenced by KMP or their relatives	KMP	Relative of KMP	Total
Rent Paid	-	-	-	179.12	45.82	224.94
	-	-	-	(149.54)	(77.23)	(226.76)
Director's Sitting Fees	-	-	-	2.24	-	2.24
	-	-	-	(1.20)	-	(1.20)
Reimbursement	-	-	0.10	-	-	0.10
	-	(0.37)	-	-	(8.86)	(9.23)
Advance paid	-	-	1,137.67	-	-	1,137.67
	-	-	(378.22)	-	-	(378.22)
Contribution to Gratuity Fund	-	-	60.87	-	-	60.87
	-	-	(40.50)	-	-	(40.50)
Donations & CSR Expenditure	-	-	4.00	-	-	4.00
	-	-	(13.50)	-	-	(13.50)

The above figures in bracket () denotes previous year's figure.

36.4: Balance with Related Parties as at March 31, 2020

Amount INR in Lacs

Relationship	Nature of Transaction	Balance as at March 31, 2020	Nature of Balance
Lumino Power Infrastructure Ltd.	Investment	0.15	Dr.
		(0.15)	Dr.
Lumino Jupiter Solar LLP	Investment	1.00	Dr.
		(1.00)	Dr.
Rashmi Goel	Rent Payables	3.58	Cr.
		(3.58)	Cr.
Devendra Goel	Rent Payables	9.89	Cr.
		(9.91)	Cr.
Jay Goel	Rent Payables	6.23	Cr.
		(Nil)	
Jagannath Concrete Pole	Trade Payables	Nil	
		(2.61)	Cr.
P.S. Enterprise	Trade Payables	1,145.13	Cr.
		(Nil)	
Lumino Jupiter Solar LLP	Trade Payables	436.96	Cr.
		(Nil)	
Devendra Goel	Director Remuneration Payable	11.38	Cr.
		(Nil)	
Jay Goel	Director Remuneration Payable	4.92	Cr.
		(Nil)	
Amit Bajaj	Director Remuneration Payable	2.63	Cr.
		(1.82)	Cr.
Kusum Bajaj	Salary Payable	Nil	
		(1.34)	Cr.
Sarika Bajaj	Salary Payable	1.30	Cr.
		(1.34)	Cr.

Notes to Financial Statements for the year ended March 31, 2020

36.4: Balance with Related Parties as at March 31, 2020

			Amount INR in Lacs
Relationship	Nature of Transaction	Balance as at March 31, 2020	Nature of Balance
Anamika Bajaj	Salary Payable	1.30	Cr.
		(1.34)	Cr.
Varun Mundhra	Salary Payable	1.03	Cr.
		(0.93)	Cr.
Dhwani Fatehpuria	Salary Payable	0.94	Cr.
		(0.60)	Cr.
Rashmi Goel	Salary Payable	3.76	Cr.
		(Nil)	
Amit Bajaj	Director Sitting Fess Payables	Nil	
		(0.01)	Cr.
Jagannath Concrete Pole	Advance Given	60.00	Dr.
		(Nil)	
P.S. Enterprise	Advance Given	Nil	
		(91.22)	Dr.
Lumino Jupiter Solar LLP	Advance Given	Nil	
		(57.00)	Dr.
Devendra Goel	Director Sitting Fess Payables	0.43	Cr.
		(Nil)	
Jay Goel	Director Sitting Fess Payables	0.36	Cr.
		(0.01)	Cr.
Amit Bajaj	Director Sitting Fess Payables	0.36	Cr.
		(Nil)	
Hari Ram Agarwal	Director Sitting Fess Payables	0.36	Cr.
		(Nil)	
Kanchan Jalan	Director Sitting Fess Payables	0.36	Cr.
		(Nil)	
Rashmi Goel	Salary Advance	18.00	Dr.
		(30.00)	Dr.

36.5 Personal Guarantee / Corporate Guarantee has been given on behalf of the Company by Mr. Devendra Goel (Director), Mr. Deepak Goel (Relative of Director), Mrs. Rashmi Goel (Relative of Director) and M/s Lumino Electrical Industries (P) Ltd (Enterprises Owned or significantly influenced by KMP or their relatives).

Note - 37: Segment Informations:

The Company has identified three reportable segments viz. Manufacturing, Trading & EPC Division. Segments have been identified and reported taking into account nature of products and services, the differing risks and returns and the internal business reporting segments. The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with the following additional policies for segment reportings.

- Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".
- Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Notes to Financial Statements

for the year ended March 31, 2020

Particulars	Note - 37.1: Primary Segment Information: (Pursuant to AS 17 issued by ICAI)						Amount INR in Lacs			
	Manufacturing		Trading		EPC		Unallocated		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
A. Segment Revenue										
External Sales	35,808.75	34,186.31	267.76	17,603.32	72,272.87	44,779.57	-	-	1,08,349.38	96,569.20
Inter segment Sales	11,700.36	15,163.42	-	-	100.63	-	-	-	11,800.99	15,163.42
Total	47,509.11	49,349.74	267.76	17,603.32	72,373.50	44,779.57	-	-	1,20,150.37	1,11,732.63
Less: Indirect Taxes	(5,030.42)	(5,211.97)	(40.84)	(2,685.25)	(9,985.48)	(6,660.00)	-	-	(15,056.74)	(14,557.22)
Net Sales	42,478.70	44,137.77	226.92	14,918.06	62,388.02	38,119.57	-	-	1,05,093.63	97,175.41
B. Segment Result										
Profit/(Loss) Before Interest, Depreciation & Taxation	2,777.28	3,039.81	2.61	2,736.30	12,769.03	7,926.87	-	-	15,548.93	13,702.97
Less: Depreciation	472.59	345.55	-	-	38.77	51.95	-	-	511.36	397.50
Profit/(Loss) After Depreciation (a - b)	2,304.70	2,694.26	2.61	2,736.30	12,730.26	7,874.91	-	-	15,037.57	13,305.47
Less: Finance Cost	1,026.10	1,470.60	-	221.26	1,405.48	133.18	-	-	2,431.58	1,825.04
Profit Before Taxation	1,278.60	1,223.66	2.61	2,515.05	11,324.78	7,741.73	-	-	12,605.99	11,480.43
Less: Deferred Tax	-	-	-	-	-	-	(128.27)	13.62	(128.27)	13.62
Less: Income tax	-	-	-	-	-	-	3,254.10	5,210.00	3,254.10	5,210.00
Profit After Taxation	1,278.60	1,223.66	2.61	2,515.05	11,324.78	7,741.73	(3,125.83)	(5,223.62)	9,480.16	6,256.82
C. Other Information										
Segment Assets	17,011.67	13,416.99	29.47	107.61	42,592.38	27,385.99	-	-	59,633.52	40,910.59
Add: Unallocated Corporate Assets	-	-	-	-	-	-	10,961.49	13,239.36	10,961.49	13,239.36
Total Assets*	17,011.67	13,416.99	29.47	107.61	42,592.38	27,385.99	10,961.49	13,239.36	70,595.02	54,149.95
Segment Liability	26,737.05	19,396.39	5.02	-	9,196.88	6,775.98	-	-	35,938.95	26,172.37
Add: Unallocated Corporate Liability	-	-	-	-	-	-	802.13	2,989.69	802.13	2,989.69
Total Liability*	26,737.05	19,396.39	5.02	-	9,196.88	6,775.98	802.13	2,989.69	36,741.08	29,162.06
Non Cash Expenditure										
Depreciation	472.59	345.55	-	-	38.77	51.95	-	-	511.36	397.50
Other than Depreciation	-	-	-	-	-	-	-	-	-	-
Other Information										
Capital Expenditure	711.05	907.41	-	-	28.62	39.76	-	-	739.67	947.16

Notes to Financial Statements for the year ended March 31, 2020

Secondary Segment Reporting (Geographical Segments)

37.2: Segment Revenue

	Amount INR in Lacs	
	2019-20	2018-19
Segment Revenue		
- Within India	1,00,490.34	96,569.20
- Outside India	7,859.04	-
Total	1,08,349.38	96,569.20
Segment Assets		
- Within India	59,424.10	40,910.59
- Outside India	209.42	-
Total	59,633.52	40,910.59
Capital Expenditure		
- Within India	739.67	947.16
- Outside India	-	-
Total	739.67	947.16

* Total Assets & Liability is after elimination of inter segment balance of INR 9,152.53 Lacs (Previous Year INR 13,246.90 Lacs).

37.3 The Company's business activity primarily falls within the following three reportable segments:

Reportable Segments	Description of Products & Services
i) Manufacturing Operation	The company manufactures & markets Electrical Cables & Conductors.
ii) Turnkey Projects	The company undertakes and executes contracts and/or provides infrastructure related services with or without materials, as the case may be.
iii) Trading Projects	The company undertakes & Executes trading contracts involving supply of Cables & Conductors.

37.4 The above business segments have been identified considering:

- a. The nature of the product / services
- b. The related risks and returns
- c. The internal financial reporting systems

38 Pursuant to Section 68 of the Companies Act, 2013, as approved by way of Special Resolution passed in the Shareholder's Meeting dated March 11, 2020 the Company has bought back 42,90,000 fully paid up equity shares of the face values of INR 10/- each. Subsequently, the relevant shares were extinguished on March 29, 2020. Consequent to this, the Equity Share Capital has been reduced by INR 429 Lacs and capital redemption reserve of an equivalent amount has been created.

39 The Company during the year ended March'20 has exercised the option for paying Income tax at concessional rates and subject to the compliances, conditions as specified under Sections 115BAA of the Income tax Act, 1961,(new tax regime) effective from April 01, 2019 as introduced by the Taxation Laws [Amendment], Ordinance 2019 and promulgated as the Taxation Laws [Amendment] Act, 2019 enacted on December 12, 2019. Accordingly, the provision for current tax & deferred tax has been determined for the financial year based on the new tax regime.

40 There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Accounting Standard "Provisions, Contingent Liabilities and Contingent Assets" (AS-29), as it is not probable that the outflow of resources embodying economic benefits will be required.

Notes to Financial Statements for the year ended March 31, 2020

41 Impact of COVID-19 Pandemic

COVID -19 continues to spread across the globe and India, which has contributed to a significant decline and volatility in global and Indian Financial Markets and a significant decrease in the overall economic activities. On March 24, 2020, the Government of India announced a strict 21 days lockdown which was further extended across the country to contain the spread of virus. Due to strict lockdown the the operations of the Company's factories, project sites and offices have been shut down. Covid-19 presented us an operational challenge and required recalibrating the management methodology for sales, collections, operations, and customers servicing etc. The Company's primary source of revenue is from two divisions namely "Manufacturing Division and Engineering Procurement Construction (EPC) Divisions". The manufacturing division is basically engaged in the manufactures of Transmission Lines Conductors, & AB Cables. While the EPC Divisions is basically relating to Infrastructure interalia products, projects and systems and related activities for power transmission, distribution and other EPC business. The Company has considered internal and external confirmation while finalising various estimates and taking assumptions in relation to its financial statements upto the date of approval of financial statements by the Board of the Directors and no material impact of Covid-19 on the financial performance interalia includes carrying values of various current and non-current assets or in the going concerns assumptions of the Company is expected to arise. The actual impact of pandemic is however dependent upon future development and the company will continue to monitor the variations in situations and consider the same as and when determinable.

42 The Board of Directors of the Company vide their meeting dated March 23, 2020 discussed and deliberated on the proposed scheme of arrangement pertaining to the merger of certain group companies with Lumino Industries Limited and demerger of its EPC & Manufacturing of "Tamil Nadu & Assam" and Real Estate Division into identified Resulting Companies. The appointed date for the proposed scheme is April 01, 2019. The Company in its aforesaid meeting also resolved for the appointment of Registered Valuer for determining the Share Exchange Ratio and legal consultants for advisory and drafting of the proposed Scheme of Arrangement.

43 The previous financial year's figures have been reworked, regrouped and reclassified to the extent possible, wherever necessary.

44 Other information N.A.

Signed in term of our
Attached report of even date

For G S A P & Co
Firm's No : 323512E
Chartered Accountants

(C.A. Jitesh Kumar Gutgutia)
Partner
M.No. 057537
UDIN: 20057537AAAAYF4413
Date : August 24, 2020
Place: Kolkata

On behalf of the Board of Directors

Varun Mundhra
(Chief Financial Officer)

Devendra Goel
(Managing Director)
DIN: 00673447

CS Dhvani Fatehpuria
(Company Secretary)

Jay Goel
(Wholetime Director)
DIN: 08190426



Registered Office

Lumino Industries Ltd.
1858/1 Rajdanga Main Road, Acropolis, 12th Floor Unit-4
Kolkata - 700 107

Corporate Office

307, "Swaika Centre", 4A Pollock Street, Kolkata - 700 001

Works

At/PO : Biprannapara, Jalan Complex. P.S. : Domjur, Howrah - 711 411

lumino@luminoindustries.com