

**WORLDWIDE ALUMINIUM LTD.**  
(FORMERLY KNOWN AS WORLDWIDE LEATHER EXPORTS LTD.)  
**CIN: L70109DL1990PLC338798**

**30<sup>TH</sup> Annual Report**

**2019-2020**

## **Corporate Information**

### ➤ **PRESENT BOARD OF DIRECTORS:**

1. Parag Jain :Managing Director (DIN: 02803856)
2. Abhishek Jain :Joint Managing Director (DIN: 02801441)
3. Punita Jain :Director (DIN: 00303136)
4. Mahesh Agarwal :Chairman & Independent Director (DIN: 00086304 )
5. Harish Kansal :Independent Director(DIN: 01566975)

### ➤ **KEY MANERGERIAL PERSONNEL**

1. Parag Jain Managing Director
2. Abhishek Jain Joint Managing Director
3. Shivani CFO
4. Misha Soni CS

## **Board Committees**

### ➤ **AUDIT COMMITTEE**

Mahesh Agarwal	Chairman
Harish Kansal	Member
Parag Jain	Member

### ➤ **NOMINATION & REMUNERATION COMMITTEE**

Punita Jain	Chairperson
Harish Kansal	Member
Mahesh Agarwal	Member

### ➤ **STAKEHOLDER RELATIONSHIP COMMITTEE**

Punita Jain	Chairperson
Harish Kansal	Member
Mahesh Agarwal	Member
Abhishek Jain	Member

➤ **INDEPENDENT DIRECTORS**

Harish Kansal	Member
Mahesh Agarwal	Member

➤ **BANKERS**

Andhra Bank

Vijya Bank

HDFC Bank

➤ **STATUTORY AUDITORS**

M/s. Surendra & Associates, Chartered Accountants

➤ **SECRETARIAL AUDITORS**

M/s. Om Prakash Agrahari & Co., Company Secretaries

➤ **SHARES LISTED WITH :**

1. BSE Limited

➤ **REGISTRAR & SHARE TRANSFER AGENT**

Beetal Financial & Computer Services Pvt. Ltd.,  
Beetal House, 3<sup>rd</sup> Floor, 99 Madangir,  
Behind Local Shopping Complex,  
Near Dada Harsukhdas Mandir,  
New Delhi – 110062.

➤ **REGISTERED OFFICE**

602, Rohit House, 3 Tolstoy Marg, Connaught Place, New Delhi-110001

➤ **CORPORATE WEBSITE :** [www.wwal.in](http://www.wwal.in)

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**WORLDWIDE ALUMINIUM LTD.**

**(Formerly Known as WORLDWIDE LEATHER EXPORTS LTD.)**

**Reg. Office:** 602, Rohit House, 3 Tolstoy Marg, Connaught Place, New Delhi-110001.

**Email Id:** legalteam.worldwide@gmail.com **Ph. No.:** +91-11-49446667/49446668

**CIN:** L70109DL1990PLC338798 **Website:** [www.wwal.in](http://www.wwal.in)

**NOTICE**

**NOTICE** is hereby given that Thirtieth (30<sup>th</sup>) Annual General Meeting of the members of **Worldwide Aluminium Limited** will be held on Wednesday of 30<sup>th</sup> September, 2020 at 9:00 a.m. at 32/1 Satbari Village, KCG Heritage, New Delhi-110074 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements of the Company which includes Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss including the statement of Cash Flow of the Company as on that date together with the Auditors' Report thereon and Report of the Board of Directors.
2. To appoint a Director in place of Mr. Abhishek Jain (DIN: 02801441), Director of the Company, who retires by rotation and being eligible offers herself for re-appointment.

**Place:** New Delhi

**Date:** 1<sup>st</sup> September, 2020

**By the Order of the Board of Directors  
Worldwide Aluminium Limited**

Sd/-  
**Abhishek Jain**  
**Joint Managing Director**  
**DIN: 02801441**

**NOTES:**

1. A member entitled to attend and vote at the meeting is also entitled to appoint one or more proxies and that a proxy need not be a member of the company. Proxies in order to be effective must be deposited not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10(ten) percent of the total share capital of the Company. However, a member holding more than 10% (ten percent) of the total share capital of the Company may appoint a single person as proxy and such person shall not act

as proxy for any other member. Proxies submitted on behalf of the Companies, Societies, etc., must be supported by an appropriate resolution/authority as applicable.

2. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, will be available for inspection by the members at the AGM.
3. The Register of Members and Share Transfer Books will remain close from 24<sup>th</sup> September, 2020 to 30<sup>th</sup> September, 2020 (both days inclusive).
4. Members are requested to intimate about the change in address, if any.
5. Members are requested to bring the copies of the annual report as the same will not be distributed at the annual general meeting. In view of the COVID-19 pandemic and prevailing unlock guidelines of the Government of India, 50 Shareholders will be accommodated at the venue on first come first serve basis.
6. Pursuant to Section 72 of the Companies Act, 2013, Members who hold shares in the physical form can nominate a person in respect of all the shares held by them singly or jointly.
7. In line with the Ministry of Corporate Affairs (MCA) Circulars the Notice of AGM along with Annual Report 2019-20 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories. Members may note that Notice and Annual Report 2019-20 has been uploaded on the website of the Company [www.wwal.in](http://www.wwal.in). It can also be assessed from the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com),
8. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Members have been provided with the facility to cast their vote electronically, through the e- voting services provided by the Central Depository Services (India) Limited (CDSL) on all resolutions set forth in this Notice.
9. Members may note that the requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed at the 28<sup>th</sup> Annual General Meeting, held on September 29, 2018 and are eligible to hold their office until the conclusion of 33<sup>rd</sup> Annual General Meeting to be held in 2023.
10. Relevant details as stipulated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), 2015 and Secretarial Standard on General Meeting (“SS-2”) issued by Institute of Company Secretaries of India, in respect of Directors seeking appointment/reappointment as director under item No. 2 is as under:

2.19

<b>Name of the Director</b>	<b>Mr. Abhishek Jain</b>
Director Identification Number	02801441
Father Name	Mr. Pramod Jain
Date of Birth	01.09.1987
Date of Appointment	28.07.2017
Qualification	B.B.A in Administration from Guru Jambheshwar University, Hissar.
Name of the Companies(s) in which she is a director	Jainalco Industries Limited  Kunth Financial Services Private Limited
Name of the company in which She is Member/ Chairman in the committees	NIL
Specific functional Areas	Experience of Financing and General Management
Shareholding in the Company as on 31 <sup>st</sup> March, 2020	72,000 shares (i.e. 2.19%)
Remuneration Last drawn by such person, if any	Nil
No. of the Board meetings attended during the year	5

**THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:**

In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the 30<sup>th</sup>AGM by electronic means(“e-voting”)

- (i) The voting period begins on Sunday, 27<sup>th</sup> September, 2020 (9:00 a.m.) and ends on Tuesday, 29<sup>th</sup> September, 2020 (5:00 p.m.). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23<sup>rd</sup> September, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on “Shareholders” module.
- (v) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.

Alternatively, if you are registered for CDSL’s **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from [Login - Myeasi](#) using your login credentials. Once you successfully log-in to CDSL’s **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Shareholders holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share



your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the Worldwide Aluminium Ltd on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also use Mobile app - “m - Voting” for e voting. m - Voting app is available on Apple, Android and Windows based Mobile. Shareholders may log in to m - Voting using their e voting credentials to vote for the company resolution(s).
- (xx) **Note for Non – Individual Shareholders and Custodians**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [legalteam.worldwide@gmail.com](mailto:legalteam.worldwide@gmail.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- (xxi) If you have any queries or issues regarding e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
- (i) Mr. Om Prakash Agrahari, Company Secretary of M/s. Om Prakash Agrahari & Co, Company Secretaries (Membership No 6933, CP 6871), Delhi has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (i) The scrutinizer shall within a period of not exceeding two working days from the conclusion of the e- voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.
- (ii) The results of the e-voting along with the scrutinizer's report shall be placed in company's website and on the website of CDSL within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed

## **IMPORTANT COMMUNICATION TO THE MEMBERS**

### **Mandatory update of PAN and Bank details –**

Pursuant to SEBI Circular SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018, shareholders holding shares in physical form whose folio do not have / have incomplete details with respect to PAN and bank particulars are mandatorily required to furnish the PAN and bank account details to the Company / Registrar & Transfer Agent (RTA) for registration under their folio.

### **Compulsory Dematerialization of shares of listed company:**

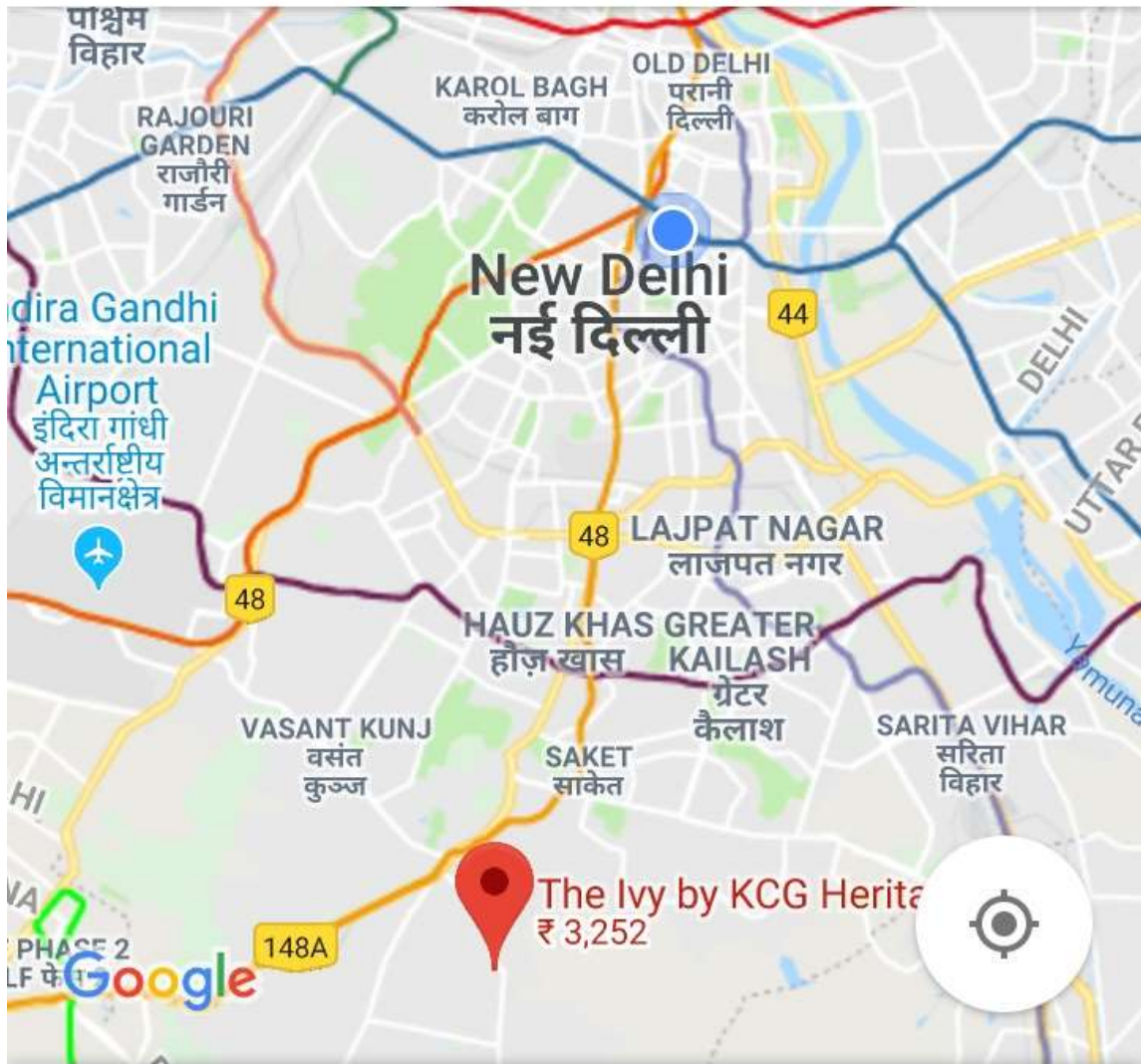
As per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further

amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, w.e.f. April 1, 2019 the transfer of securities of listed companies shall not be processed unless the securities are held in the dematerialized form (Demat) with a depository. Hence, the members of the company are requested to dematerialize their shareholding to avail the benefits of dematerialization.

**Green Initiative:**

In an effort to make the Earth a better place to live, the green movement has been sweeping all over the globe. Not only are individuals doing things to help the environment, companies and governments are as well. The Companies Act, 2013 & SEBI Regulations is a step forward in promoting “Green Initiative” by providing for service of documents by a Company to its Members through electronic mode. The move of the regulators allows public at large to contribute to the green movement. To support this green initiative of the Government in full measure, in order to save the natural resources, Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

ROUTE MAP FOR THE 30<sup>TH</sup> ANNUAL GENERAL MEETING



**DIRECTOR'S REPORT**

To  
The Members,  
**Worldwide Aluminium Limited**  
Delhi

Your Directors are pleased to present the 30<sup>th</sup> Annual Report on the Business and Operation of the company along with the Audited Statement of Accounts for the Financial Year ended on 31<sup>st</sup> March, 2020.

**1. FINANCIAL SUMMARY AND HIGHLIGHTS:**

The financial performance of the company for the Financial Year ended on 31<sup>st</sup> March, 2020 and for the previous financial year ended on 31<sup>st</sup> March, 2019 is given below:

<b>Particulars</b>	<b>(Amount in Lacs)</b>	
	<b>FY 2019-20</b>	<b>FY 2018 – 2019</b>
Revenue from operations	253.31	2,013.37
<b>Other Income</b>	0.84	14.26
<b>Total revenue</b>	<b>254.15</b>	<b>2,027.63</b>
<b>Expenditure</b>		
Employee benefits expenses	21.95	24.56
Other expenses	265.07	2092.67
<b>Total expenses</b>	<b>287.02</b>	<b>2117.23</b>
<b>Profit before exceptional and extra ordinary items and tax</b>	<b>(32.87)</b>	<b>(89.59)</b>
<b>Profit before tax</b>	<b>(32.87)</b>	<b>(89.59)</b>
<b>Tax expense :</b>		
Income tax for earlier years	-	(11.00)
Provision for income tax	0.35	36.85
<b>Net profit for the year</b>	<b>(33.22)</b>	<b>(115.44)</b>
<b>Other comprehensive income/losses</b>		
(i) Changes in fair value of Equity Instruments	-	53.88
(ii) Income tax relating to items that will not be reclassified to Profit or Loss	-	8.32
<b>Total comprehensive Income/ (Loss) for the year</b>	<b>(33.22)</b>	<b>(69.88)</b>

**2. APPROPRIATIONS:**

The Opening Balance of deficit of Profit and Loss shown under the head “Reserves and Surplus” was 69.49 Lacs. Loss of Rs.33.22 Lacs has been transferred to “Reserves and Surplus”. “During the year under the review, no appropriation was made in the Equity Investment Reserve. The Closing Balance of deficit of the Profit and Loss shown under the head “Reserves and Surplus” is 102.71 Lacs.

**3. COMPANY PERFORMANCE:**

During the year under review, the Company has earned revenue of Rs 253.31 Lakhs from the business of Trading of Aluminum Coils. The revenue of Company has drastically reduced to 253.31lakhs from 2013.37 lakhs earned by the Company in the previous year 2018-19.

During the year the total income of the Company is Rs.253.31 Lakhs compared to Rs.253.31 Lakhs in the previous year.

The total Expense of the Company during the year is Rs.287.02 Lakhs compared to 2117.23 Lakhs in the previous year.

The company has earned a loss of Rs.33.22 Lakhs compared to the net loss of Rs.115.44 Lacs as compared to previous year 2018-19.

Due to some unfavorable market conditions the Company has incurred losses in the current year.

Your Directors are hopeful to exploit the new activities in efficient manner and achieve better results in the future.

**4. DIVIDEND:**

Your directors do not recommend payment of any dividend for the financial year ended 31<sup>st</sup> March, 2020, in order to conserve the resources of the Company. The Company will retain the earnings for use in the operations of future projects and strive to increase the net worth of the stakeholders.

**5. CHANGE IN NATURE OF COMPANY BUSINESS:**

During the year under review, there was no change in the nature of the business of the Company.

**6. SHARE CAPITAL**

During the year under review there were no changes in the authorized capital of the Company. The authorized share capital of the Company stood at Rs.8 crore divided into 80,00,000 Equity Shares of Rs.10/- each as on 31st March, 2020.

Whereas, the paid up share capital of the Company stood at Rs.3,28,63,000/- as on 31st March, 2020.

**7. DETAILS OF DIRECTORS / KEY MANAGERIAL PERSONNEL APPOINTED / RESIGNED:**

Sr. No.	Name of Director	Designation	Appointment/ Cessation	Date
1.	Ms. Priyanka Chaurasia	Company Secretary & Compliance Officer	Resignation	30 <sup>th</sup> October, 2019
2.	Ms. Misha Nahal Soni	Company Secretary & Compliance Officer	Appointment	2 <sup>nd</sup> June, 2020

**8. DETAILS OF HOLDING /SUBSIDIARY COMPANIES:**

The Company didn't had any Holding/ Subsidiary/ Joint Ventures/ Associate Companies at the start of the year, during the year or at the end of the year and hence there is no requirement of giving the statement containing the salient feature of the financial statement of the company's subsidiary or subsidiaries, associate company or companies and joint venture or ventures.

**9. DEPOSIT:**

The Company has not invited/ accepted any deposit within the meaning of Chapter V other than the exempted deposit as prescribed under the provision of the Companies Act, 2013 and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of Companies (Accounts) Rules, 2014.

**10. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS:**

During the year under review there were no significant and material orders passed by any Regulators or Court or Tribunals which may have impact on the going concern status. No order has been passed by any Regulators or Court or Tribunals which may have impact on the Company's operation in future.

**11. INTERNAL FINANCIAL CONTROLS:**

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company. The Company has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

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

Pursuant to Rule 8 (3) of Companies (Accounts) Rules, 2014, and section 134 of the Companies Act, 2013, the Company has effectively taken steps for conservation of resources and all effective measures have been taken to save energy.

The Foreign Exchange earned in terms of actual inflows is Nil and the Foreign Exchange outgo is also Nil during the year.

### **13. PERSONNEL**

There was no employee drawing remuneration requiring disclosure under the Rule 5 (2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### **14. AUDITORS AND THEIR REPORTS:**

#### **(A) STATUTORY AUDITORS:**

The observations made in their report and dealt with in the notes forming part of the Accounts at appropriate places are self-explanatory.

**M/s Surendra & Associates, Chartered Accountants**, having Firm Registration No.: 010189N were appointed as the statutory Auditor of the Company at the 28<sup>th</sup> Annual General meeting for a period of 5 years from the conclusion of the 28<sup>th</sup> Annual General Meeting until the conclusion of 33<sup>rd</sup> Annual General Meeting of the Company, at such remuneration as may be agreed upon between the Auditors and the Board of Directors, in addition to actual out-of-pocket expenses incurred by them for the purpose of audit and the applicable taxes.

The Company received a certificate from the auditors confirming that they have not attracted any disqualifications as prescribed under the Companies Act, 2013 and the Chartered Accountant Act, 1949 read with rules made there under.

The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, Govt. of India Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed at the 28<sup>th</sup> Annual General Meeting held on September 29, 2018 and are eligible to hold their office until conclusion of 33<sup>rd</sup> Annual General Meeting to be held in 2023.

#### **(B) SECRETARIAL AUDITORS:**

The Board of Directors of the Company has, in compliance with the provisions of Section 204(1) of the Companies Act, 2013 and rules made in this behalf, appointed **M/s. Om Prakash Agrahari & Co., Company Secretaries** to carry out Secretarial Audit of the Company for the financial year 2019-20. The Report of the Secretarial Auditor is annexed to this Report as “**Annexure A**” which is self explanatory and give complete information.

#### **(C) INTERNAL AUDITORS:**

The Board of Directors are yet to appoint new Internal Auditor for the Financial Year 2020-21.



**EXPLANATION TO THE QUALIFICATIONS IN SECRETARIAL AUDIT REPORT:**

Explanation on qualification/adverse remark made in Secretarial Audit Report is as under.

<b>Qualification/ Adverse Remark</b>	<b>Explanation</b>
A temporary non-compliance in the composition of the KMP in relation to appoint the Company Secretary for a period of approx 4 months under Section 203 of the Companies Act, 2013 is observed.	The Company was not able to get a fit and proper candidate at remuneration commensurate with the size of the Company. However, on 2 <sup>nd</sup> June, 2020 the Company has appointed a full time Company Secretary and made good the non-compliance.

**15. DISCLOSURE UNDER SECTION 197(12) AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

There was no employee drawing remuneration requiring disclosure under section 197(12) and Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Required details are annexed to this Report as “**Annexure B**”

**16. LISTING OF SHARES:**

The shares of the company are listed at BSE Limited (Bombay Stock Exchange) and listing fees of Stock Exchange is paid for the year 2019-2020.

**17. DIRECTORS RESPONSIBITLY STATEMENT :**

As required under the provisions of Section 134 of the Companies Act, 2013, to the best of their knowledge and belief the Board of Directors hereby submit that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profits of the Company for that period.
- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) The Directors have prepared the annual accounts on a going concern basis.

- (e) The Directors have laid down internal financial controls as required by Explanation to Section 134(5)(e) of the Act) to be followed by the Company and such internal financial controls are adequate and are operating effectively.
- (f) The Directors have devised proper systems to ensure compliance with the provisions of applicable laws and such systems are adequate and operating effectively.

**18. CORPORATE GOVERNANCE:**

The Regulation 27(2)(a) of SEBI(Listing Obligation and Disclosure Requirement) Regulations, 2015 regarding Corporate Governance is not applicable to the Company, since the paid-up capital of the company is less than Rs.10 crores and net worth is less than 25 crores, the threshold limit as prescribed therein.

**19.MANAGEMENT DISCUSSION AND ANALYSIS:**

The Management Discussion and Analysis Report for the financial year under review as stipulated under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as “Annexure-C”.

**20.COMPLIANCE WITH THE SECRETARIAL STANDARD:**

The Company has complied with all the provisions of Secretarial Standards on Board Meetings and General Meetings issued by the Institute of Company Secretaries of India.

**21. RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the year under report were on an arm's length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company during the year which may have potential conflict with the interest of the Company. There are no material related party transactions which are not in ordinary course of business or which are not on arm's length basis and hence there is no information to be provided as required under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014. The Board has approved a policy for related party transactions which has been uploaded on the Company's website. Related Party Transactions Policy is available on the Company's Website. The details of the related party transactions are provided in the notes to the accounts. Members are requested to refer the same.

**22. PARTICULARS OF LOANS / GUARANTEES / INVESTMENT**

During the year under review no loans, guarantee or investment falling under Section 186 of the Companies Act, 2013 are given/provided by the Company.

**23. RISK MANAGEMENT POLICY**

The Company has a structured risk management policy. The Risk management process is designed to safeguard the organization from various risks through adequate and timely actions. It is designed to anticipate, evaluate and mitigate risks in order to minimize its impact on the business. The potential risks are inventoried and integrated with the management process such that they receive

the necessary consideration during decision making. It is dealt with in greater details in the management discussion and analysis section.

#### **24. DECLARATION BY INDEPENDENT DIRECTORS:**

The following Directors are independent in terms of Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015:

- (a) Mr. Mahesh Agarwal
- (b) Mr. Harish Kansal

The Company has received requisite declarations/ confirmations from the above Directors confirming their independence during the financial year.

#### **25. EXTRACT OF THE ANNUAL RETURN**

Pursuant to provision of Section 92 and 134 and other applicable provision of the Companies Act, 2013 and of Rule 12 ( 1 ) of Companies ( Management and Administration ) Rules, 2014 the extract of the annual return in form MGT-9 for the Financial Year ended on 31st March, 2020 is annexed as “**Annexure-D**” to this Report and available on company’s website: [www.wwal.in](http://www.wwal.in)

#### **26. NUMBER OF BOARD MEETINGS:**

The calendar of meetings to be held in a year is decided in advance by the Board and circulated to the Directors. The gap between two consecutive meetings was not more than one hundred and twenty days as provided in section 173 of the Companies Act, 2013.

During the financial year 2019-20, 05 meetings of the Board were held on the following dates:

30.05.19, 09.08.19, 31.08.19, 14.11.19 and 14.02.20.

<b>Sr. No.</b>	<b>Name of Director/KMP</b>	<b>Number of meeting Entitled</b>	<b>Number of meeting Attended</b>
1.	Mahesh Agarwal	5	5
2.	Punita Jain	5	5
3.	Harish Kansal	5	5
4.	Abhishek Jain	5	5
5.	Parag Jain	5	5
6.	Priyanka Chaurasia*	2	2
7.	Shivani	5	5
8.	Misha Nahal Soni	0	0

\* Ms. Priyanka Chaurasia resigned as CS w.e.f. 30<sup>th</sup> October, 2019.

\* Ms. Misha Nahal Soni was appointed as CS w.e.f. 2<sup>nd</sup> June, 2020.

**27. CORPORATE SOCIAL RESPONSIBILITY:**

The Provision of Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility is not applicable to the company.

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

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under.

The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. The Company has in place a robust policy on prevention of sexual harassment at workplace. The policy aims at prevention of harassment of employees as well as contractors and lays down the guidelines for identification, reporting and prevention of sexual harassment.

During the Financial Year 2019-2020, the Company has not received any complaint of sexual harassment.

**29. ANNUAL PERFORMANCE EVALUATION:**

In compliance with the provisions of the Act and voluntarily under SEBI (LODR) Regulations, 2015, the performance evaluation was carried out as under:

Board:

In accordance with the criteria suggested by The Nomination and Remuneration Committee, the Board of Directors evaluated the performance of the Board, having regard to various criteria such as Board composition, Board processes, Board dynamics etc. The Independent Directors, at their separate meetings, also evaluated the performance of the Board as a whole based on various criteria. The Board and the Independent Directors were of the unanimous view that performance of the Board of Directors as a whole was satisfactory.

Committees of the Board:

The performance of the Audit Committee, the Nomination and Remuneration Committee, The Stakeholder Relationship Committee was evaluated by the Board having regard to various criteria such as committee composition, committee, processes, committee dynamics etc. The Board was of the unanimous view that all the committees were performing their functions satisfactorily and according to the mandate prescribed by the Board under the regulatory requirements including the provisions of the Act, the Rules framed there under and the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015

**Individual Directors:**

(a) Independent Directors: In accordance with the criteria suggested by The Nomination and Remuneration Committee, the performance of each independent director was evaluated by the entire Board of Directors (excluding the director being evaluated) on various parameters like engagement, leadership, analysis, decision making, communication, governance and interest of stakeholders. The Board was of the unanimous view that each independent director was a reputed professional and brought his/her rich experience to the deliberations of the Board. The Board also appreciated the contribution made by all the independent directors in guiding the management in achieving higher growth and concluded that continuance of each independent director on the Board will be in the interest of the Company.

(b) Non-Independent Directors: The performance of each of the non-independent directors (including the chair person) was evaluated by the Independent Directors at their separate meeting. Further, their performance was also evaluated by the Board of Directors. The various criteria considered for the purpose of evaluation included leadership, engagement, transparency, analysis, decision making, functional knowledge, governance and interest of stakeholders. The Independent Directors and the Board were of the unanimous view that each of the non-independent directors was providing good business and people leadership.

**30. AUDIT COMMITTEE:**

The company is having an Audit committee comprising of the following Members. The Composition of the Committee and attendance of the members is given hereunder:

Sr. No.	Name of Members	Member/Chairman	Number of meeting Entitled	Number of meeting Attended
1.	Mr. Mahesh Agarwal	Chairman	4	4
2.	Mr. Harish Kansal	Member	4	4
3.	Mr. Parag Jain	Member	4	4

During the Financial year 2019-20, 4 meetings of the Audit Committee were held on the following dates:

30.05.19, 09.08.19, 14.11.19 and 14.02.20.

The Composition and the Terms of Reference of the Audit Committee is as mentioned in the provisions of Section 177 of the Companies Act, 2013 as amended from time to time.

**31. NOMINATION AND REMUNERATION COMMITTEE:**

The company is having Nomination and Remuneration committee comprising of the following Members. The Composition of the Committee and attendance of the members is given hereunder:

Sr. No.	Name of Members	Member/Chairman	Number of meeting Entitled	Number of meeting Attended
1.	Ms. Punita Jain	Chairperson	4	4
2.	Mr. Mahesh Agarwal	Member	4	4
3.	Mr. Harish Kansal	Member	4	4

During the Financial year 2019-20, 4 meetings of the Nomination and Remuneration Committee were held on the following dates:

18.04.19, 08.08.19, 14.11.19 and 13.02.2020.

The Composition and the Terms of Reference of the Nomination and Remuneration Committee is as mentioned in the provisions of Section 178 of the Companies Act, 2013 as amended from time to time.

### **32. STAKEHOLDERS RELATIONSHIP COMMITTEE :**

The company is having Stakeholders Relationship Committee comprising of the following Members. The Composition of the Committee and attendance of the members is given hereunder:

Sr. No.	Name of Members	Member/Chairman	Number of meeting Entitled	Number of meeting Attended
1.	Ms. Punita Jain	Chairperson	4	4
2.	Mr. Mahesh Agarwal	Member	4	4
3.	Mr. Harish Kansal	Member	4	4
4.	Mr. Abhishek Jain	Member	4	4

During the Financial year 2019-20, 4 meetings of the Stakeholder Relationship Committee were held during on the following dates:

18.04.19, 08.08.19, 21.10.19 and 13.02.2020.

The Composition and the Terms of Reference of the Stakeholder Relationship Committee is as mentioned in the provisions of Section 178 of the Companies Act, 2013 as amended from time to time.

### **33. VIGIL MECHANISM:**

Pursuant to Section 177(9) of the Companies Act, 2013, the company has adopted Whistle Blower Policy to deal with any instance of fraud and mismanagement. The employees of the company are free to report violations of any laws, rules, regulations and concerns about unethical conduct to the Audit Committee under this policy. The policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination with any person for a genuinely raised concern.

**34. POLICIES:**

In accordance with the requirements of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Board of Directors of the Company has framed the following policies:

1. Materiality of Information Policy
2. Policy for Preservation of Documents
3. Code for Practices and Procedures for Fair Disclosure of UPSI
4. Policy on Vigil Mechanism
5. Nomination & Remuneration Policy
6. Policy for determining Material Subsidiaries
7. Policy for Payment to Non- Executive Directors
8. Policy for Related Party Transactions
9. Policy on Familiarization of Independent Directors
10. Policy for Issuance of Duplicate Share Certificate
11. Code of Conduct to Monitor and Report Insider Trading

All the above policies have been displayed on the website of the Company viz [www.wwal.in](http://www.wwal.in)

**35. TRANSFER TO THE INVESTOR EDUCATION AND PROTECTION FUND:**

During the year under review, the provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid in last seven years so the Company was not required to transfer any amount to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to the provision of Section 125 (e) of the Companies Act, 2013 as there is no amount unclaimed for a period of 7 years from the date it became due for repayment.

**36. MATERIAL CHANGES AND COMMITMENTS IF ANY AFTER BALANCE SHEET DATE:**

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

**37. APPRECIATION:**

Your Directors would like to express their sincere appreciation for the co-operation and assistance received from the Banker, Regulatory Bodies and other Business associates who have extended their valuable sustained support and encouragement during the year under review.

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Your Directors take this opportunity to recognize and place on record their gratitude and appreciation for the commitment displayed by all executive officers and staff at all levels of the company. We look forward for the continued support of every stakeholder in the future.

**Place: New Delhi**

**Date: 1<sup>st</sup> September, 2020**

**By the Order of Board**

**Worldwide Aluminium Limited**

Sd-

**Abhishek Jain**  
**Joint Managing Director**  
**DIN: 02801441**

Sd/-

**Parag Jain**  
**Managing Director**  
**DIN: 02803856**



**“Annexure- A”  
Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH 2020

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

To,  
The Members,  
**M/s WORLDWIDE ALUMINIUM LIMITED**  
**(Formerly known as Worldwide Leather Exports Limited)**  
602, Rohit House, 3 Tolstoy Marg,  
Connaught Place, New Delhi-110001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **WORLDWIDE ALUMINIUM LIMITED (Formerly known as Worldwide Leather Exports Limited)** (hereinafter referred to as “the Company”). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon. We have also relied on the Reports of the Statutory Auditors and Internal Auditors, drawn for the financial year under review, wherever considered necessary.

Based on our verification of **WORLDWIDE ALUMINIUM LIMITED’s** books, papers, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31<sup>st</sup> 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliances-mechanism in place to the extent and in the manner and reported hereinafter.

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

- i) The Companies Act, 2013 (the act) and the rules made thereunder;
- ii) 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 Borrowing; ; **(Not applicable to the Company during the audit period)**
- iii) The Securities Contracts (Regulation) Act, 1956 (“SCRA”) and the rules made there under
- iv) The Depositories Act, 1996 and Regulations and Bye-Laws framed thereunder;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992(SEBI Act)
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations,2015;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time
- d. The Securities and Exchange Board Of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the audit period)**
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the Audit Period)**
- f. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board Of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the company during the Audit Period)** and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the company during the Audit Period)**

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

1. Secretarial Standards with regard to Meeting of the Board of Directors **(SS-1)** and General Meetings **(SS-2)** issued by The Institute of Company Secretaries of India
2. SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and The Listing Agreements entered into by the Company with stock Exchanges;

During the period under review, the Company has complied with the provisions of the Act, Rules Regulations, Guidelines, standards etc. mentioned above.

We have also verified the other compliances of the company which are specifically applicable to the company, as reported by the management thereof, except to the extent the same were in the scope of work of the statutory Auditors and/ or cost Auditors and / or internal Auditors;

During the periods under review the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the observations under the respective statutes as mentioned below:

- i)* **We observed that in the composition of KMP in relation to the appointment of Company Secretary under section 203 Of The Companies Act, 2013 and Regulation 6 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Company have no Company secretary for a period of starting from 30th October, 2019 to end of financial year on 31<sup>st</sup> march 2020.**

We further report that:

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

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the year under report, the Company has made the following corporate action.

We further report that during the year under report, the Company has taken the following actions.

1. Ms. Priyanka Chaurasia Company Secretary of the Company resigned from her office w. e. f. 30.10.2019
2. Ms. Punita Agarwal re-appointed as Director of the Company.
3. The name of company has changed from Worldwide Leather Exports Limited to Worldwide Aluminium Limited. Company complied all applicable laws, rules and regulation for name change.

**Place: Delhi**

**Date: 31.08.2020**

**For Om Prakash Agrahari & Co.  
Company Secretaries**

**UDIN- F006933B000639653**

**Om Prakash Agrahari  
FCS 6933  
CP No. 6871**

\*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.

**Annexure-A**

**To,**  
The Members  
**M/s Worldwide Aluminium Limited**  
**(Formerly known as Worldwide Leather Exports Limited)**  
602 Rohit House, 3 Tolstoy Marg,  
Connaught Place, New Delhi - 110001

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

1. Maintenance of Secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on audit.
2. 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 followed provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of law, rules and regulations and happening of events etc.
5. The Compliances of the provisions of Corporate and other applicable law, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Place: Delhi**  
**Date: 31.08.2020**

**For Om Prakash Agrahari & Co.**  
**Company Secretaries**

**Om Prakash Agrahari**  
**FCS 6933**  
**CP No. 6871**

## “ANNEXURE- B”

**Disclosure under Section 197(12) and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) rules 2014**

1. Ratio of remuneration of each director to the median remuneration of the director of the company for the financial year ended 31<sup>st</sup> March, 2020.

Sr.No	Name of the Director	Remuneration per annum ( In Rs.)	Median Remuneration per annum (In Rs.)	Ratio
1	Parag Jain	9,00,000	9.00.000	1:1
2	Abhishek Jain	9,00,000	9.00,000	1:1

2. The percentage increase in remuneration of each director CFO, CEO, Company Secretary or Manager, if any, in the financial year 2019-20:

Ms. Priyanka Chaurasia*	Company Secretary	N.A
Ms. Shivani	CFO	29.20 %
Ms. Misha Nahal Soni#	Company Secretary	N.A.

\* Ms. Priyanka Chaurasia resigned as CS w.e.f. 30<sup>th</sup> October, 2019.

#Ms. Misha Nahal Soni was appointed as CS w.e.f. 2<sup>nd</sup> June, 2020.

3. Percentage increase in median remuneration of employees in the financial year – NIL
4. The number of permanent employees on the rolls of the company as on 31 March, 2020 – 0 (No Employees) (Other than KMP)
5. Affirmation that the remuneration is as per the remuneration policy of the company:

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Remuneration Policy of your Company.

Place: New Delhi

Date: 1<sup>st</sup> September, 2020

By the Order of Board

Worldwide Aluminium Limited

Sd/-  
Abhishek Jain  
Joint Managing Director  
DIN: 02801441

Sd/-  
Parag Jain  
Managing Director  
DIN: 02803856

## **“ANNEXURE-C”**

### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Your Directors have pleasure in presenting the management discussion and analysis report for the year ended on March 31, 2020

#### **1. INDUSTRY STRUCTURE AND DEVELOPMENTS:**

The covid pandemic has affected exposed the economy largely and has resulted into slowing of economy. The production chain also largely affected in the first quarter of FY 2020-21. However, the economy is expected to bounce back swiftly in coming quarters.

During the year, the Company is engaged in the trading of all kinds of aluminium foils, aluminium sheets, strips, coils, PP caps etc in the domestic territory of India.

#### **2. OPPORTUNITIES & THREATS, RISK & CONCERNS:**

The areas of operations of the Company are largely challenged by the players from the unorganized sectors having lesser stakes into the Business. Global prices of Aluminium, domestic availability and other legal reforms has little bit hampered the growth and confidence into the market. However, with the strong team in place of the Professionals, the Company is poised to meet all the challenges and the Board is confident to meet all the challenges to which the Company may be exposed.

The Company is exposed to specific risks that are particular to its business, including interest rate volatility, economic cycle, market risk and credit risk. The management continuously assesses the risks and monitors the business and risk management policies to minimize the risk.

#### **3. SEGMENT-WISE PERFORMANCE:**

The Company's main business activity is trading of Aluminum Coils and other related items in the aluminium industry.

Your Company is continuously working towards building its brand image by introducing value added products and expanding its network in market.

**4. OUTLOOK:**

Your Company expects turn around in its performance in coming year on several initiatives taken by the Company. The Company continues to explore the possibilities of expansion and will make the necessary investments when attractive opportunities arise.

**5. INTERNAL CONTROL SYSTEMS & THEIR ADEQUEACY:**

The Company has an Internal Control System, commensurate with size, scale and complexity of its operations. The internal financial controls are adequate and are operating effectively so as to ensure orderly and efficient conduct of business operations. The Board is under discussions for appointing the new Internal Auditors for the current Financial Year.

The Audit Committee in consultation with the internal auditors formulates the scope, functioning, periodicity and methodology for conducting the internal audit. The internal auditors carry out audit, covering inter-alia, monitoring and evaluating the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations and submit their periodical internal audit reports to the Audit Committee. Based on the internal audit report and review by the Audit Committee, process owners undertake necessary actions in their respective areas. The internal auditor have expressed during the year, that the internal control system in the Company is robust and effective. The Board has also put in place requisite legal compliance framework to ensure compliance of all the applicable laws and that such systems are adequate and operating effectively.

**6. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

During the year, the Company has recorded a turnover of Rs.253.31 Lakhs as compared to Rs.2013.37 Lakhs in the previous year. The Company has incurred a Net loss on after Tax basis, of Rs.33.22 Lakhs as compared to the Loss of 115.44 Lakhs of the previous year, for the year ended 31st March, 2019.

**7. HUMAN RESOURCE DEVELOPMENT:**

We are strong believers of developing and retaining talent by treating our employees with dignity, honesty and respect. We have a continued philosophy of hiring high performance individuals. To accomplish our goals, we are always on the look-out for talented, creative, ambitious individuals, driven by a passion to excel. We have hired some of the most talented and experienced individuals in their respective fields. Being a performance driven company, we have introduced several performance-driven tools. We are driven by principles of

empowerment as we believe in inculcating a winning attitude among our employees by encouraging learning, self-development and by building effective leadership. A well-structured career path is created for each employee within the organization with a progression and succession plan made for each of them. As in the past, the Company has enjoyed cordial relations with the employees at all levels. The Company continues to run an in-house training program held at regular intervals and aimed at updating their knowledge about issues.

**Place: New Delhi****By The Order Of Board****Date: 1<sup>st</sup> September, 2020****Worldwide Aluminium Limited**

Sd/-

**Abhishek Jain****Joint Managing Director****DIN: 02801441**

Sd/-

**Parag Jain****Managing Director****DIN: 02803856**



**“Annexure - D”**

Form No. MGT-9

**EXTRACT OF ANNUAL RETURNS ON THE FINANCIAL YEAR ENDED ON  
31.03.2020**

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

**I. REGISTRATION AND OTHER DETAILS:**

<b>i.</b>	CIN	<b>L70109DL1990PLC338798</b>
<b>ii.</b>	Registration Date	26/06/1990
<b>iii.</b>	Name of the Company	<b>WORLDWIDE ALUMINIUM LTD</b>
<b>iv.</b>	Category/Sub-Category of the Company	Company Limited by Shares/Indian Non-govt. Company
<b>v.</b>	Address of the Registered office and contact details	602 Rohit House, 3 Tolstoy Marg, Connaught Place, New Delhi-110001
<b>vi.</b>	Whether listed company	Yes
<b>vii.</b>	Name, Address and Contact details of Registrar and Transfer Agent, if any	<b>BEETAL FINANCIAL AND COMPUTER SERVICES PRIVATE LIMITED</b> Beetal House, 3 <sup>rd</sup> Floor, 99, Madangir, Behind LSC, New Delhi-110062 Ph: - 011-29961281/82/83; Fax: 011- 29961284 E-mail: <a href="mailto:beetalrta@gmail.com">beetalrta@gmail.com</a>

**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:-

<b>Sr. No.</b>	<b>Name and Description of main products/ services</b>	<b>NIC Code of the Product/</b>	<b>% to total turnover of the company</b>
<b>1</b>	Wholesale of metals and metal ores (Trading of Aluminium coils and related items)	46620	100

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
1.	NIL				

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****i. Category-wise Share Holding**

Category of Shareholders	Shareholding at the beginning of the year (01.04.2019)				Shareholding at the end of the year (31.03.2020)				% Change during The year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
1) <i>Indian</i>									
a) Individual/ HUF	5,93,187	2,35,730	8,28,917	25.22	5,93,187	2,34,480	8,27,667	25.19	-0.04
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	9,95,115	6,800	10,01,915	30.49	9,95,115	6,800	10,01,915	30.49	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):-	15,88,302	2,42,530	18,30,832	55.71	15,88,302	2,41,280	18,29,582	55.67	-0.04
2) <i>Foreign</i>									
g) NRIs-Individuals	-	-	-	-	-	-	-	-	-
h) Other-Individuals	-	-	-	-	-	-	-	-	-
i) Bodies Corp.	-	-	-	-	-	-	-	-	-
j) Banks / FI	-	-	-	-	-	-	-	-	-
k) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total(A)(2):-									
<b>B. Public Shareholding</b>									
1. <i>Institutions</i>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-

f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FII's	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Clearing Member</b>	<b>20</b>	<b>-</b>	<b>20</b>	<b>0.00</b>					<b>-0.00</b>
Sub-total(B)(1)	<b>20</b>	<b>-</b>	<b>20</b>	<b>0.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-0.00</b>
<b>2. Non Institutions</b>									
<b>a) Bodies Corp.</b>									
(i) Indian	36,569	2,600	39,169	1.19	21,588	2,600	24,188	0.74	- 0.46
(ii) Overseas	-	350	350	0.01	-	350	350	0.01	-
<b>b) Individuals</b>	-	-	-	-	-	-	-	-	-
(i) Individual shareholders holding nominal share capital upto Rs.2 lakh	5,44,968	3,13,809	8,58,777	26.13	5,35,158	3,11,458	8,46,616	25.76	- 0.37
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	4,75,326	-	4,75,326	14.46	5,00,218	-	5,00,218	15.22	0.76
<b>c) Others(Specify)</b>									
<b>Foreign Individuals or NRI</b>	9,879	52,650	62,529	1.90	10,729	52,650	63,379	1.93	0.03
<b>HUF</b>	19,297	-	19,297	0.59	21,967	-	21,967	0.67	0.08
Sub-total(B)(2)	<b>10,86,039</b>	<b>3,69,409</b>	<b>14,55,448</b>	<b>44.29</b>	<b>10,89,660</b>	<b>3,67,058</b>	<b>14,56,718</b>	<b>44.33</b>	<b>0.04</b>
Total Public Shareholding (B)=(B)(1)+(B)(2)	<b>10,86,059</b>	<b>3,69,409</b>	<b>14,55,468</b>	<b>44.29</b>	<b>10,89,660</b>	<b>3,67,058</b>	<b>14,56,718</b>	<b>44.33</b>	<b>0.04</b>
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	<b>26,74,361</b>	<b>6,11,939</b>	<b>32,86,300</b>	<b>100</b>	<b>26,77,962</b>	<b>6,08,338</b>	<b>32,86,300</b>	<b>100</b>	<b>-</b>

**ii. Shareholding of Core Promoters & Promoter Group**

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the
		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.	Jainalco Industries Private Limited	9,95,115	30.28	0	9,95,115	30.28	0	-
2.	Abhishek Jain	72,000	2.19	0	72,000	2.19	0	-
3.	Anju Jain	3,88,286	11.82	0	3,88,286	11.82	0	-
4.	Parag Jain	78,000	2.37	0	78,000	2.37	0	-
5.	Princy Jain	27,000	0.82	0	27,000	0.82	0	-
6.	Punita Jain	27,000	0.82	0	27,000	0.82	0	-
	<b>Total</b>	<b>15,87,401</b>	<b>48.30</b>	<b>0</b>	<b>15,87,401</b>	<b>48.30</b>	<b>0</b>	<b>-</b>

**iii. Change in Promoters' Shareholding:**

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	15,87,401	48.30%	15,87,401	48.30%
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change During The Year*		No Change During The Year*	
	At the End of the year	15,87,401	48.30%	15,87,401	48.30%

**(iv) Shareholding pattern of top ten shareholders  
(other than Directors, Promoters and Key Managerial Personnel )**

Sr. No.	For Each of the Top 10 Shareholders.	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Shareholding at the end of the year	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company
1	YOGESH KUMAR GUPTA	167100	5.0847	30-Mar-19	No Change	167100	5.0847
						167100	5.0847
2	RAHUL ANANTRAI MEHTA	74660	2.2719	30-Mar-19			0
				05-Apr-19	9817	84477	2.5706
				12-Apr-19	655	85132	2.5905
				19-Apr-19	2615	87747	2.6701
				26-Apr-19	1954	89701	2.7295
				03-May-19	50	89751	2.7311
				10-May-19	6130	95881	2.9176
				17-May-19	1805	97686	2.9725
				24-May-19	1806	99492	3.0275
				31-May-19	40	99532	3.0287
				07-Jun-19	10	99542	3.029
				12-Jul-19	10	99552	3.0293
				01-Nov-19	15	99567	3.0298
				15-Nov-19	5	99572	3.0299
				27-Dec-19	(20)	99552	3.0293
				31-Mar-20		99552	3.0293
							0
3	MRIDULA GUPTA	80000	2.4343	No Change		80000	2.4343
							0
4	ABHISHEK GUPTA	79000	2.4039	No Change		79000	2.4039
5	SHAMSUDDIN LALANI	32700	0.995	No Change		32700	0.995
6	HARISH KUMAR GARG	20936	0.6371	No Change		20936	0.6371
							0
7	SUDHIR KUMAR GARG	20930	0.6369	No Change		20930	0.6369
							0
8	AMIT JAIN	19999	0.6086	No Change		19999	0.6086
9	SHAHBEGUM LALANI	18975	0.5774	30-Mar-19			0
				27-Dec-19	50	19025	0.5789
				31-Mar-20		19025	0.5789
10	PARVEEN ALLAGH	12000	0.3652	No Change		12000	0.3652

*(v) Shareholding of Directors and Key Managerial personnel:*

Sl. no		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For each of the Directors and KMP				
1.	Abhishek Jain (Joint Managing Director)	72000	2.19	72000	2.19
2.	Parag Jain (Managing Director)	78000	2.37	78000	2.37
3.	Punita Jain (Director)	27000	0.82	27000	0.82
4.	Mahesh Agarwal (Independent Director)	0	0	0	0
5.	Harish Kansal (Independent Director)	0	0	0	0
6.	Shivani (CFO)	0	0	0	0
7.	Priyanka Chaurasia (CS)	0	0	0	0

**REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL****A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

Sr. No.	Particulars of Remuneration	Name of Managing Director / Whole Time Director		Total Amount
		Total Amount		
		Mr. Parag Jain (Managing Director)	Mr. Abhishek Jain (Jt. Managing Director)	
1	Gross salary	9,00,000	9,00,000	18,00,000
a	Salary as per provisions contained in Section 17 (1) of the Income-tax Act, 1961	9,00,000	9,00,000	18,00,000
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)	Rs.9,00,000/-	Rs.9,00,000/-	Rs.18,00,000/-
	Ceiling as per the Act	Not Applicable since the Company has obtained approval at general Meeting held on 30 <sup>th</sup> December, 2017, under the Proviso to Section 197(1).		

**B. Remuneration to other directors:**

<u>S.No</u>	<u>Particulars of Remuneration</u>	<u>Name of the Directors</u>		<u>Total Amount</u>
<u>1</u>	<u>Independent Directors</u>	Mahesh Agarwal	Harish Kansal	
-	<u>(a) Fee for attending board committee meetings</u>	-	-	-
-	<u>(b) Commission</u>	-	-	-
-	<u>(c) Others, please specify</u>	-	-	-
-	<u>Total (1)</u>	-	-	-
<u>2</u>	<u>Other Non Executive Directors</u>	Punita Jain		
-	<u>(a) Fee for attending board committee meetings</u>	-	-	-
-	<u>(b) Commission</u>	-	-	-
-	<u>(c) Others please specify.</u>	-	-	-
-	<u>Total (2)</u>	-	-	-
-	<u>Total (B)=(1+2)</u>	-	-	-
-	<u>Total Managerial Remuneration</u>	-	-	-
-	<u>Overall Ceiling as per the Act.</u>	<u>Rs.1 Lac per Meeting</u>		-

**C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	CS		CFO	Total
			Ms. Priyanka Chaurasia*	Ms. Misha Nahal Soni*		
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	1,65,215	-	2,44,057	4,09,272
	(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	-	1,65,215	-	2,44,057	4,09,272

\* Ms. Priyanka Chaurasia resigned w.e.f. 30<sup>th</sup> October, 2019, as the Company Secretary of the Company.

# Ms. Misha Nahal Soni was appointed w.e.f. 2<sup>nd</sup> June, 2020, as the Company Secretary of the Company.



**V. 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)
<b>A. Company</b>					
Penalty					
Punishment					
Compounding					
<b>B.Directors</b>					
Penalty					
Punishment			NIL		
Compounding					
<b>C.OtherOfficers In Default</b>					
Penalty					
Punishment					
Compounding					

Place: New Delhi

Date: 1<sup>st</sup> September, 2020By the Order of Board  
Worldwide Aluminum LimitedSd/-  
Abhishek Jain  
Joint Managing Director  
DIN: 02801441Sd/-  
Parag Jain  
Managing Director  
DIN: 02803856

**Surendra & Associates**  
**Chartered Accountants**

**M-12/15**  
**DLF City, Phase-II**  
**Gurgaon-122002**

## **INDEPENDENT AUDITOR'S REPORT**

To The Members of  
**WORLDWIDE ALUMINIUM LIMITED**

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of WORLDWIDE ALUMINIUM LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2020 and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### **Opinion**

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020, its Profit & Loss and cash flow for the year ended on that date.

### **Basis for opinion**

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

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

### **Management's Responsibility for the Standalone Financial Statements**

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

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

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

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

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under and the Order issued under section 143(11) of the Act.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
  - e) On the basis of the written representations received from the directors of the Company 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 adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - 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:
    - The Company has no any pending litigations

- The Company did not have any long-term contracts including derivative contracts during the year.

h) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**Date: 31<sup>st</sup> July, 2020**

**Place: New Delhi**

**For SURRENDRA & ASSOCIATES  
Chartered Accountants  
(FRN010189N)**

**S. K. PENSI**

**Partner**

**(Membership No.85572)**

**UDIN: 20085572AAAAAR6013**

**ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls over financial reporting 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 WORLDWIDE ALUMINIUM LIMITED ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the

assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

### **Meaning of Internal Financial Controls Over Financial Reporting**

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

## **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on “the criteria for internal financial control over financial reporting 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”.

**Date: 31<sup>st</sup> July, 2020**

**Place: New Delhi**

**For SURRENDRA & ASSOCIATES**

**Chartered Accountants**

**(FRN010189N)**

**S. K. PENSI**

**Partner**

**(Membership No.85572)**

**UDIN: 20085572AAAAAR6013**



**ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT**

(Referred to in paragraph 1(h) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) In respect of its fixed assets:
  - (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The fixed assets were physically verified during the year by the Management in accordance with a programme of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us no material discrepancies were noticed on such.
  - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has no immovable properties.
- (ii) As explained to us, the inventories (other than goods in transit) were physically verified during the year by the Management at the reasonable intervals and no material discrepancies have been noticed on physical verification.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships (LLPs) or other parties covered in register maintained under Section 189 of the Act. Therefore, the provisions of clause 3 (iii) of the said Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of Section 185 and 186 of the Act are applicable to the Company and hence not commented upon.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits and had no unclaimed deposits at the beginning of the year within the meaning of Sections 73 to 76 of the Act and the Rules framed there under to the extent notified. Accordingly, the provisions of clause 3(v) of the Order are not applicable.

- (vi) To the best of our knowledge and belief, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 in respect of Company's products. Accordingly, the provisions of clause 3(vi) are not applicable to the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues in respect of provident fund, income tax, wealth tax, sales tax, service tax, goods and services tax, duty of customs, value added tax, cess and other material statutory dues as applicable and there are no undisputed amounts payable in respect of aforesaid statutory dues were in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.
- (b) According to the information and explanation given to us, and the records of the Company examined by us, there are no dues of income tax, sales tax, service tax and customs duty which have not been deposited on account of any dispute.
- (viii) According to the information and explanations given to us and records of the Company examined by us the company has not taken any loan from financial institution, banks or government. Accordingly, the provisions of clause 3(viii) are not applicable to the Company. Further, the Company does not have any debentures issued/outstanding any time during the year.
- (ix) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments). Further, according to the information and explanations given to us, on overall basis, the Company does not obtained any term during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the Company.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) In our opinion and information and explanation given to us, the company has paid /provided managerial remuneration in accordance with requisite approvals mandated by the provision of section 197 read with schedule V of the Companies Act, 2013.

- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standard.
- (xiv) According to the information and explanations given to us and based on our examination of the books and records, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, provisions of clause 3 (xiv) of the order are not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the books and records, the Company has not entered into non-cash transactions with directors or persons connected with him as prescribed under Section 192 of the Act. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable.

**Date: 31<sup>st</sup> July, 2020**  
**Place: New Delhi**

**For SURRENDRA & ASSOCIATES**  
**Chartered Accountants**  
**(FRN010189N)**

**S. K. PENSI**  
**Partner**  
**(Membership No.85572)**  
**UDIN: 20085572AAAAAR6013**

<b>WORLDWIDE ALUMINIUM LIMITED</b>			
<b>BALANCE SHEET AS AT 31ST MARCH, 2020</b>			
( All amounts are in Rs.Lacs except share related information)			
Particulars	Notes	AS AT 31.03.2020	AS AT 31.03.2019
<b><u>ASSETS</u></b>			
<b><u>Non-current Assets</u></b>			
Property, Plant & Equipment	3.1	0.02	0.07
Financial Assets	3.2		
- Investment in Subsidiaries	3.2.1	-	-
- Investment Others	3.2.2	-	-
Deferred Tax Assets (Net)	3.3	2.03	2.38
<b>Total</b>		2.05	2.45
<b><u>Current Assets</u></b>			
Financial Assets	4.1		
- Trade Receivables	4.1.1	601.38	648.09
- Inventory	4.1.2	-	106.64
- Cash & Cash Equivalents	4.1.3	5.66	6.00
- Bank balances other than above	4.1.4	0.40	75.57
- Loans	4.1.5	-	9.00
- Other Financial Assets	4.1.6	-	-
Current Tax Assets (Net)	4.2	15.25	15.17
Other Current Assets	4.3	10.97	10.48
<b>Total</b>		633.66	870.96
<b>Total Assets</b>		635.71	873.40
<b><u>EQUITY AND LIABILITIES</u></b>			
<b><u>Equity</u></b>			
Equity Share Capital	5.1	328.63	328.63
Other Equity	5.2	284.89	318.11
<b>Total</b>		613.52	646.74
<b><u>Liabilities</u></b>			
<b><u>Current Liabilities</u></b>			
Financial Liabilities	6.1		
- Trade Payable	6.1.1	3.82	220.00
- Other Financial Liabilities	6.1.2	18.01	5.60
Other Current Liabilities	6.2	0.35	1.05
Current Tax Liabilities (Net)	6.3	-	-

**Worldwide Aluminum Ltd.****Annual Report 2019-20**

<b>Total</b>	<b>22.18</b>	<b>226.66</b>
<b>Total Equity &amp; Liabilities</b>	<b>635.71</b>	<b>873.40</b>
Corporate Information & Significant Accounting Policies	<b>1 &amp; 2</b>	
	<b>3 to 19</b>	
Accompanying notes to the financial statements		
The Notes referred above form an integral part of the accounts.		
In terms of our report of even date attached herewith		
For <b>SURRENDRA &amp; ASSOCIATES</b>		
Chartered Accountants		
Firm Registration No: 010189N		
<b>Sd/-</b>	<b>Sd /-</b>	<b>Sd/-</b>
S.K.Pensi	Parag Jain	Abhishek Jain
Partner	(Managing Director)	(Jt. Managing Director)
Membership No: 085572	(DIN: 02803856)	(DIN: 02801441)
Place: New Delhi	<b>Sd/-</b>	<b>Sd/-</b>
Date: 31 July, 2020	Misha Nahal Soani	Shivani
	(CS)	(CFO)

<b>WORLDWIDE ALUMINIUM LIMITED</b>			
<b>STATEMENT OF PROFIT &amp; LOSS FOR THE YEAR ENDED 31ST MARCH, 2020</b>			
( All amounts are in Rs.Lacs except share related information)			
Particulars	Notes	2019-2020	2018-2019
<b><u>Income</u></b>			
Revenue from Operations	7.1	253.31	2,013.37
Other Income	7.2	0.84	14.26
<b>Total Income</b>		<b>254.15</b>	<b>2,027.63</b>
<b><u>Expenses</u></b>			
Purchases of Stock-in-Trade	8.1	250.53	1,957.92
Employee Benefits Expense	8.2	21.95	24.56
Finance Costs	8.3	0.84	9.66
Depreciation	3.1	0.05	3.04
Other Expenses	8.4	13.64	122.05
<b>Total Expenses</b>		<b>287.02</b>	<b>2,117.23</b>
<b>Profit before Exceptional Item &amp; tax</b>		<b>(32.87)</b>	<b>(89.59)</b>
Exceptional Item		-	-
<b>Profit/(Loss) before Tax</b>		<b>(32.87)</b>	<b>(89.59)</b>
<b>Tax Expense :</b>	9		
Current Tax		-	(11.00)
Deferred Tax		0.35	36.85
<b>Profit/(Loss) for the year</b>		<b>(33.22)</b>	<b>(115.44)</b>
<b>Other Comprehensive Income/(Loss)</b>			
<b>A (i) Items that will not be reclassified to Profit or Loss:</b>			
- Changes in Fair Value of Equity Instruments		-	53.88
<b>(ii) Income tax relating to items that will not be reclassified to profit or loss:</b>		-	8.32
<b>Other Comprehensive Income/(Loss) for the year</b>		-	45.56
<b>Total Comprehensive Income/(Loss) for the Year</b>		<b>(33.22)</b>	<b>(69.88)</b>
<b>Earnings per equity share (of Rs 10/- each):</b>			

Basic and Diluted (in Rs.per share)	<b>10</b>	<b>(1.01)</b>	<b>(2.13)</b>
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The Notes referred above form an integral part of the accounts.

In terms of our report of even date attached herewith

**For SURRENDRA & ASSOCIATES**

Chartered Accountants

Firm Registration No: 010189N

**Sd/-**

S.K.Pensi

Partner

Membership No: 085572

Place: New Delhi

Date: 31 July, 2020

**Sd/-**  
Parag Jain  
(Managing Director)  
(DIN: 02803856)

**Sd/-**  
Abhishek Jain  
(Jt. Managing Director)  
(DIN: 02801441)

**Sd/-**  
Misha Nahal Soani  
(CS)

**Sd/-**  
Shivani  
(CFO)

**WORLDWIDE ALUMINIUM LIMITED**  
**Cash Flow Statement for the year ended 31st March, 2020**

( All amounts are in Rs.Lacs)

Particulars	31.03.2020	31.03.2019
<b>A. Cash flow from operating activities</b>		
<b>Net profit/(loss) before taxation</b>	(32.87)	(89.59)
Adjusted for :		
Depreciation	0.05	3.04
Finance Cost	0.84	9.66
Property, Plant & Equipment written off	-	-
Loss on sale of Investment including F & O	-	85.28
Interest income	(0.84)	(7.41)
Profit on sale of Investment	-	-
Dividend income	-	(3.06)
(Profit)/Loss on sale of Property, plant & Equipments (Net)	-	(3.02)
Gratuity Paid	-	-
<b>Net Operating profit/(Loss) before working capital changes</b>	(32.81)	(5.12)
Adjusted for :		
Trade and Other receivables	46.71	(532.65)
Inventory	106.64	(106.64)
Other Current Assets	(0.48)	56.90
Trade payables and Other Current Liabilities	(204.47)	220.39
<b>Cash generated from operations</b>	(84.42)	(367.12)
Direct Taxes (paid)/ refunded (net)	(0.08)	(6.48)
<b>Net Cash Used in Operating activities</b>	(84.50)	(373.60)
<b>B. Cash flows from investing activities</b>		
Sale of Property, Plant & equipments	-	13.75
Sale of Property Investments	-	-
Dividend income	-	3.06
Purchase of Investments	-	(129.91)
Sale of Investments	-	391.68
Interest received (Net)	0.84	7.41
Receipt of Loan Given	9.00	102.67
Loan Given	-	-
Profit/(Loss) on Sale of Investments	-	-
Bank Balances not considered as cash & cash equivalents		
- Deposits Matured	-	-
<b>Net Cash Flow from investing activities</b>	9.84	388.66



**C. Cash flows from financing activities**

Share Capital	-	31.60
Security Premium	-	43.45
Interest paid	(0.84)	(9.66)
Net Cash Flow from financing activities	(0.84)	65.39
Net increase/(decrease) in cash or cash equivalents	(75.51)	80.46
Cash and cash equivalents at beginning of year	81.57	1.11
Cash and cash equivalents at end of year	6.07	81.57

In terms of our report of even date attached herewith

**For SURRENDRA & ASSOCIATES**

Chartered Accountants

Firm Registration No: 010189N

S.K.Pensi

Partner

Membership No: 085572

Place: New Delhi

Date: 31 July, 2020

Sd/-

Parag Jain  
(Managing Director)  
(DIN: 02803856)

Sd/-

Abhishek Jain  
(Jt. Managing Director)  
(DIN: 02801441)

Sd/-

Misha Nahal Soani  
(CS)

Sd/-

Shivani  
(CFO)

## WORLDWIDE ALUMINIUM LIMITED

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2019

( All amounts are in Rs.Lacs except no. of share related information)

**A. Equity Share Capital**

Particulars	Notes	As at 1st April 2018	Changes During 2018-2019	As at 1st April 2019	Changes during 2019-2020	As at 31st March 2020
32,86,300 Equity shares of Rs.10 each fully paid up	6.1	297.03	31.60	328.63	-	328.63
		<b>297.03</b>	<b>31.60</b>	<b>328.63</b>	<b>-</b>	<b>328.63</b>

**B. Other Equity**

Particulars	Notes	Reserves and Surplus					Total
		Capital Reserve	Securities Premium Reserve	General Reserve	Surplus in Statement of Profit & Loss	Equity Investment Reserve	
<b>Balance as at 1st April, 2018</b>		<b>0.01</b>	<b>90.31</b>	<b>253.83</b>	<b>46.04</b>	<b>(45.65)</b>	<b>344.54</b>
Profit/(Loss) for the year		-	43.45	-	(115.44)	-	(71.99)
Other Comprehensive Income/(Loss) (Net of Tax)		-	-	-	-	45.56	45.56
<b>Total Comprehensive Income/(Loss) for the Year</b>		-	43.45	-	(115.44)	45.56	- (26.43)
Transfer to retained earnings		-	-	-	(0.09)	0.09	-
Adjustment of Mat Credit Entitlement		-	-	-	-	-	-
<b>Balance as at 1st April, 2019</b>		<b>0.01</b>	<b>133.76</b>	<b>253.83</b>	<b>(69.49)</b>	<b>-</b>	<b>318.11</b>
Profit For the Year		-	-	-	(33.22)	-	(33.22)
Other Comprehensive Income (Net of Tax)		-	-	-	-	-	-
<b>Total Comprehensive Income for the Year</b>		-	-	-	(33.22)	-	(33.22)
Realised Gains transferred to Retained		-	-	-	-	-	-

Earnings						
Adjustment of Mat						
Credit Entitlement	-	-	-	-	-	-
<b>Balance as at 31st</b>						
<b>March, 2020</b>	<b>0.01</b>	<b>133.76</b>	<b>253.83</b>	<b>(102.71)</b>	<b>-</b>	<b>284.89</b>

## **NOTES TO THE FINANCIAL STATEMENTS**

### **1 CORPORATE INFORMATION**

Worldwide Aluminium Limited (earlier known as Worlwide Leather Export Limited) ("the Company") is a public limited company domiciled and incorporated in India and its shares are publicly traded on the Bombay Stock Exchange ("BSE") and Calcutta Stock Exchange ("CSE").. The registered office and Head Office of the company is situated at 602, Rohit House, 3 Tolstoy Marg, Cannought Place, New Delhi - 110 001.

### **2 SUMMARY OF SIGNIFICANT POLICIES**

#### **2.1 Basis of preparation**

The financial statements (Separate financial statements) have been prepared on accrual basis in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and the provisions of the Companies Act, 2013.

The Company prepared its financial statements in accordance with Ind AS. The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities which have been measured at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees ("INR" or "Rs.") and all amounts are rounded to the nearest lacs, except as stated otherwise.

#### **2.2 Estimates and Judgements**

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions effect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in note 2.17. Accounting estimates could change from period to period. Actual results may differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

#### **2.3 Current versus non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least

twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- a) It is expected to be settled in normal operating cycle
- b) It is held primarily for the purpose of trading
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

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

## **2.4 Property, Plant and Equipment**

Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost of an item of property, plant and equipment comprises of its purchase price, any costs directly attributable to its acquisition, borrowing costs (wherever applicable) and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which the company incurs when the item is acquired. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

On transition to Ind AS, the company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1<sup>st</sup> April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation on property, plant and equipment is calculated using the written Down Value Method to allocate their cost, net of their residual values, over their estimated useful lives.

The useful lives have been determined based on technical evaluation done by the management's experts, which is same as the lives as specified by Schedule II to the Companies Act, 2013. The residual values are not more than 5% of the original cost/deemed cost of the asset. The asset' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset is included in the statement of profit and loss when the asset is derecognised.

## **2.5 Non-current assets held for sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell.

Non-current assets classified as held for sale and their related liabilities are presented separately in the balance sheet. Non-current assets are not depreciated or amortised while they are classified as held for sale.

## **2.6 Cash and Cash Equivalent**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits maturing within twelve months from the date of balance Sheet, which are subject to an insignificant risk of changes in value. Bank overdrafts are shown under borrowings in the balance sheet.

Earmarked Balances and Fixed Deposits held as security are disclosed as other bank balances

## **2.7 Financial Instruments**

### *A. Financial Instruments - Initial recognition and measurement*

Financial assets and financial liabilities are recognised in the company's statement of financial position when the company becomes a party to the contractual provisions of the instrument. The company determines the classification of its financial assets and liabilities at initial recognition. All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

### *B.1. Financial assets –Subsequent measurement*

The Subsequent measurement of financial assets depends on their classification which is as follows:

a. Financial assets at fair value through profit or loss

Financial assets at fair value through profit and loss include financial assets held for sale in the near term and those designated upon initial recognition at fair value through profit or loss.

b. Financial assets measured at amortised cost

Loans and receivables are non derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables generally do not carry any interest and are stated at their nominal value as reduced by appropriate allowance for estimated irrecoverable amounts based on the ageing of the receivables balance and historical experience. Additionally, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Individual trade receivables are written off when management deems them not to be collectible.

c. Financial assets at fair value through OCI

All equity investments, except investments in subsidiaries, joint ventures and associates, falling within the scope of Ind AS 109, are measured at fair value through Other Comprehensive Income (OCI). The company makes an irrevocable election on an instrument by instrument basis to present in other comprehensive income subsequent changes in the fair value. The classification is made on initial recognition and is irrevocable.

If the company decides to designate an equity instrument at fair value through OCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

### *B.2. Financial assets –Derecognition*

The company derecognises a financial asset when the contractual rights to the cash flows from the assets expire or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

Upon derecognition of equity instruments designated at fair value through OCI, the associated fair value changes of that equity instrument is transferred from OCI to Retained Earnings.

*C. Investment in subsidiaries, joint ventures and associates*

Investments made by the company in subsidiaries, joint ventures and associates are measured at cost in the separate financial statements of the company.

*D.1. Financial liabilities –Subsequent measurement*

The Subsequent measurement of financial liabilities depends on their classification which is as follows:

a. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading, if any.

b. Financial liabilities measured at amortised cost

Interest bearing loans and borrowings taken by the company are subsequently measured at amortised cost using the effective interest rate method (EIR). Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are integral part of the EIR. The EIR amortised is included in finance costs in the statement of profit and loss.

*D.2. Financial liabilities –Derecognition*

A financial liability is derecognised when the obligation under the liability is discharged or expires.

*E. Offsetting financial instruments*

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position, if and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

*F. Fair value measurement*

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

§ In the principal market for the assets or liability or

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

The principal or the most advantageous market must be accessible to the company.

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

## **2.8 Revenue Recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is received. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes, duties or other charges collected on behalf of the government/authorities.

The specific recognition criteria for the various types of the company's activities are described below:

*Sale of Goods*

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods and the amount of revenue can be measured reliably.

*Other Operating Income*

Incentives on exports are recognised in the statement of profit & loss on receipt of such incentives.

*Interest income*

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

*Dividends*

Revenue is recognised when the Company's right to receive the payment is established.

*Other Income*

Other Income is accounted for on accrual basis except, where the receipt of income is uncertain.

**2.9 Foreign currency transactions**

Foreign currency transactions are translated into Indian rupee using the exchange rates prevailing on the date of the transaction. Foreign exchange gains and losses resulting from the settlement of these transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

**2.10 Employee benefits***Short Term employee benefits*

Liabilities for wages, salaries and other employee benefits that are expected to be settled within twelve months of rendering the service by the employees are classified as short term employee benefits. Such short term employee benefits are measured at the amounts expected to be paid when the liabilities are settled.

*Post employment benefits***(a) Defined contribution plans**

The company pays provident fund contribution to publicly administered provident funds as per the local regulations. The contributions are accounted for as defined contribution plans and are recognised as employee benefit expense when they are due.

**(b) Defined benefit plans**

The liabilities recognised in the balance sheet in respect of defined benefit plan, namely gratuity and leave pay, are the present value of the defined benefit obligation at the end of the year less the fair value of plan assets, if any. The defined benefit obligation is calculated by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in the retained earnings in the statement of changes in equity and in the balance sheet.

## **2.11 Finance Costs**

Borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

## **2.12 Taxes**

### *Current Tax*

The current tax expense for the period is determined as the amount of tax payable in respect of taxable income for the period, based on the applicable income tax rates.

Current tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

### *Deferred Tax*

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences and, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted at the reporting date.

Deferred tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

## **2.13 Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognised when the company has present determined obligations as a result of past events and an outflow of resources embodying economic benefits will be required to settle the obligations. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.



If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A Contingent liability is not recognised but disclosed in the notes to the accounts, unless the probability of an outflow of resources is remote.

A contingent asset is generally neither recognised nor disclosed.

#### **2.14 Earnings per share**

The Basic earnings per share (EPS) is calculated by dividing the net profit or loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating Diluted earnings per share, the net profit or loss for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

#### **2.15 Exceptional items**

Exceptional items refer to items of income or expense within statement of profit and loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the company.

#### **2.16 Impairment of assets**

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

#### **2.17 Leases**

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease.

A lease that transfers substantially all the risks and rewards incidental to ownership to the company is classified as a finance lease. Finance leases are capitalised at the commencement of the lease at the inception date at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the company are classified as operating lease. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term, unless the payments are structured to increase in line with expected general inflation.

Company as a lessor

Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease, unless the receipts are structured to increase in line with expected general inflation.

## **2.18 Critical accounting estimates**

### ***Property, plant and equipment***

The charge in respect of periodic depreciation of property, plant & equipment is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

### ***Recoverability of Trade Receivable and provision for the same***

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment. The provision for debtors is done for those debtors which are outstanding for more than three years.

## 3.1 PROPERTY, PLANT &amp; EQUIPMENT

Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As at 1-Apr- 19	Addition/ (Deductions)	As at 31-Mar- 20	Upto 1-Apr- 19	For the year/ (Adjustments)	Upto 31-Mar- 20	As at 31-Mar- 20	As at 1-Apr- 19
<b>TANGIBLE ASSETS</b>								
Vehicles	0.23	-	0.23	0.16	0.05	0.21	0.02	0.07
<b>Total</b>	<b>0.23</b>	<b>-</b>	<b>0.23</b>	<b>0.16</b>	<b>0.05</b>	<b>0.21</b>	<b>0.02</b>	<b>0.07</b>
Previous Year's Figures	22.34	- (22.11)	0.23	8.51	3.04 (11.38)	0.16	0.07	

Paid up Value	No. of shares/Units	AS AT 31.03.2020	AS AT 31.03.2019
---------------	---------------------	------------------	------------------

## 3.2 FINANCIAL ASSETS- NON CURRENT

INVESTMENT IN EQUITY INSTRUMENTS

## 3.2.1 In Subsidiaries (At cost unless stated otherwise) - Unquoted

-	-
-	-

3.2.2 INVESTMENTS - OTHERS  
(At Fair value through OCI)i) In Fully paid up Equity Shares  
Quoted

Digital Multi Forms Ltd.	-	-
Mukrerian Papers Ltd.	-	-
Super Syncotex (India) Ltd.	-	-
Bharat Forge Ltd.	-	-
IDFC Bank Limited	-	-
Dr. Reddy's Laboratories	-	-
Reliance Industries Ltd.	-	-

Nocil Limited	-	-
Housing Development & Infrastructure Ltd.	-	-
<b>Total</b>	-	-
Aggregate amount of quoted Investments	-	-
Market Value of Quoted Investment	-	-
<b>DEFERRED TAX ASSETS (NET)</b>		
Deferred Tax Assets on		
- Property, Plant & Equipments	2.03	2.38
- Investments measured at OCI	-	-
- Others	-	-
<b>Total</b>	<b>2.03</b>	<b>2.38</b>
<b>NOTES TO THE ACCOUNTS</b>	<b>AS AT</b>	<b>AS AT</b>
	<b>31.03.2020</b>	<b>31.03.2019</b>
<b><u>FINANCIAL ASSETS -</u></b>		
<b>4.1 <u>CURRENT</u></b>		
<b>4.1.1 TRADE RECEIVABLES</b>		
- Less than Six Months		
Unsecured, considered good	601.38	648.09
Unsecured, considered doubtful	-	-
Less: Impairment Allowance	-	-
<b>Total</b>	<b>601.38</b>	<b>648.09</b>
<b>4.1.2 Inventory</b>		
Stock-in-Trade	-	-
Goods-in-transit	-	106.64
<b>Total</b>	<b>-</b>	<b>106.64</b>
<b>4.1.3 CASH AND CASH EQUIVALENTS</b>		
Cash-in-hand	5.04	5.24
Balances with Scheduled Banks :		
In Current Account	0.62	0.67
<b>Total</b>	<b>5.66</b>	<b>6.00</b>

**4.1.4 OTHER BANK BALANCES**

In Deposits Accounts with  
original maturity greater than 3  
months but less than 12 months \*

0.40 75.57

**Total**

0.40 75.57

\* Pledged with Bank & others

0.40 0.38

**4.1.5 LOANS**

**(At Amortised Cost)**

(Unsecured, considered good)

Loans to others

- 9.00

**Total**

- 9.00

**OTHER FINANCIAL****4.1.6 ASSETS**

(Unsecured, considered good)

Due from Subsidiary Company

- -

Advances recoverable in cash

- -

**Total**

- -

**4.2 CURRENT TAX ASSETS (NET)**

Taxation Advance and  
Refundable (Net of Provisions)

9.61 9.53

Mat Credit Entitlements

5.64 5.64

15.25 15.17

**4.3 OTHER CURRENT ASSETS**

Advances to Supplier

- -

Advances Recoverable in Cash or in kind or for  
value to be received

- 0.60

Balances with Govt. Authorities

10.97 9.88

**Total**

10.97 10.48

AS AT  
31.03.2020

AS AT  
31.03.2019

**5.1 EQUITY SHARE CAPITAL**

**Authorised :**

80,00,000 Equity shares of Rs.10/- each

800.00

800.00

800.00

800.00

**Issued, Subscribed and Fully Paid up :**

32,86,300 Equity shares of Rs.10 each

328.63

328.63

328.63

328.63

**(a) Reconciliation of the number of equity shares :**

	As at 31.03.2020	As at 31.03.2019
At the Beginning of the Year	32,86,300	29,70,300
Changes during the Year	-	3,16,000
At the End of the Year	32,86,300	32,86,300

**(b) Details of shareholders holding more than 5% of the Equity**

Name of Shareholder	As at 31.03.2020		As at 31.03.2019	
	Nos.	% holding	Nos.	% holding
Yogesh Kumar Gupta	1,67,100	5.08%	1,67,100	5.08%
Anju Jain	3,88,286	11.82%	3,88,286	11.82%
Jainalco Industries Pvt. Ltd.	9,95,115	30.28%	9,95,115	30.28%

**(c) Terms/ rights attached to equity shares**

The company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in indian rupees. The dividend proposed by the Board of Directors is subject to the approval of 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 company , after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

	AS AT 31.03.2020	AS AT 31.03.2019
<b>5.2 OTHER EQUITY</b>		
<b>a) Capital Reserve</b>		
As per Last Account	0.01	0.01
Changes during the year	-	-
	0.01	0.01
<b>b) Securities Premium Reserve</b>		
As per Last Account	133.76	90.31
Changes during the year	-	43.45
	133.76	133.76
<b>c) General Reserve</b>		
Balance as per Last Account	253.83	253.83
Less: Transferred to Statement of Profit & Loss Account	-	-
	253.83	253.83

d) <b>Surplus in the statement of Profit and Loss</b>		
Balance as per last financial statements	(69.49)	46.04
Profit/(Loss) for the year	(33.22)	(115.44)
Add: Transferred from General Reserve	-	-
Add: Transferred from Equity Investment Reserve	-	(0.09)
Add: Adjustment of MAT Credit Entitlement	-	-
<b>Net Surplus in the statement of Profit and Loss</b>	<b>(102.71)</b>	<b>(69.49)</b>
e) <b>Equity Investment Reserve</b>		
As per Last Account	-	(45.65)
Changes in fair value of equity instruments	-	45.56
Less: Transfer to Retained Earnings upon realisation	-	0.09
	-	-
<b>TOTAL</b>	<b>284.89</b>	<b>318.11</b>

#### Nature of Reserves

##### a) Capital Reserve

These reserve represents the gains arising out of forfeiture of shares.

##### b) Securities Premiern Reserve

Security Premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

##### c) General Reserve

The General reserve is used from time to time for transfer of profits from Surplus in Statement of Profit and Loss for appropriation purposes.

##### e) Equity Investment Reserve

This reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net off amounts reclassified to retained earnings when those assets have been disposed off.

#### NOTES TO THE ACCOUNTS

AS AT  
31.03.2020

AS AT  
31.03.2019

#### 6.1 FINANCIAL LIABILITIES - CURRENT

##### 6.1.1 TRADE PAYABLES

Sundry Creditors		
- For Goods	-	216.96
- For Expenses	3.82	3.04

	3.82	220.00
<b>6.1.2 OTHER FINANCIAL LIABILITIES</b>		
Other Liabilities	18.01	5.60
	<b>18.01</b>	<b>5.60</b>
<b>6.2 OTHER CURRENT LIABILITIES</b>		
Statutory Liabilities	0.35	1.05
	<b>0.35</b>	<b>1.05</b>
<b>6.3 CURRENT TAX LIABILITIES (NET)</b>		
For Taxation (Net of Advances)	-	-
	-	-
	<b>2019-2020</b>	<b>2018-2019</b>
<b>7.1 REVENUE FROM OPERATIONS</b>		
<b><u>Trading</u></b>		
- Domestic - Aluminium Coils	250.53	1,918.97
<b><u>Other Operating Revenue</u></b>		
Discount on Purchases	2.78	94.41
	<b>253.31</b>	<b>2,013.37</b>
<b>7.2 OTHER INCOME</b>		
Interest *		
- From Fixed Deposit	0.01	0.21
- From others	0.82	7.20
Dividend	-	3.06
Profit on Sale of Fixed Assets (Net)	-	3.02
Liabilities Written Back	-	0.19
Miscellaneous Income	-	0.57
	<b>0.84</b>	<b>14.26</b>
<b>8.1 PURCHASES</b>		
Aluminium Coils	250.53	1,957.92
	<b>250.53</b>	<b>1,957.92</b>
<b>8.2 EMPLOYEE BENEFITS EXPENSES</b>		
Salaries and Allowances	3.89	6.37
Director's Remuneration	18.00	18.00
Contribution to Provident Fund and other Funds	0.06	0.05



	Staff Welfare expenses	-	0.14
		<b>21.95</b>	<b>24.56</b>
<b>8.3</b>	<b>FINANCE COSTS</b>		
	Interest on Others	0.84	9.66
		<b>0.84</b>	<b>9.66</b>
		<b>2019-2020</b>	<b>2018-2019</b>
<b>8.4</b>	<b>OTHER EXPENSES</b>		
	Rent	2.40	4.20
	Insurance	-	0.09
	Rates & Taxes	-	0.02
	Repairs & Maintenance :		
	To Building	-	-
	To Others	-	0.14
	Travelling & Conveyance	-	2.05
	Postage and Courier Charges	0.09	2.98
	Printing and Stationary	2.50	1.51
	Legal & Professional Charges	7.44	12.37
	Auditors' Remuneration :		
	For Statutory Audit	0.40	0.40
	For Other services	-	0.10
	Miscellaneous Expenses	0.80	12.59
	Loss on sale of Investment (Net)	-	19.31
	Loss on Trading of F&O	-	65.97
	Sundry Balances Written Off	-	0.31
	<b>Total</b>	<b>13.64</b>	<b>122.05</b>
<b>9</b>	<b>TAX EXPENSE</b>		
	<u>Current Tax</u>		
	Income Tax	-	-
	Tax Adjustments	-	(11.00)
		-	<b>(11.00)</b>
	Deferred Tax	0.35	36.85
	<b>Total</b>	<b>0.35</b>	<b>25.85</b>

**NOTES TO THE ACCOUNTS**

10 The major components of tax expense for the years ended 31 March 2019 (a) and 31 March 2020 are:

	<u>2019 - 2020</u>	<u>2018 - 2019</u>
<b>Current Tax:</b>		
Current tax expenses for current year	-	-
Current tax expenses pertaining to prior periods	-	(11.00)
	-	(11.00)
Deferred tax obligations	0.35	(8.33)
<b>Total tax expense reported in the statement of profit or loss</b>	<b><u>0.35</u></b>	<b><u>(19.34)</u></b>

Significant components of net deferred tax assets and liabilities for the year ended on 31st March, 2020 is as follows:

	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance
<b>Deferred Tax Assets/Liabilities in relation to:</b>				
Property, plant and equipment	2.38	(0.35)	-	2.03
Employee Benefits	-	-	-	-
Others	-	-	-	-
Net Deferred Tax Assets/(Liabilities)	<u>2.38</u>	<u>(0.35)</u>	<u>-</u>	<u>2.03</u>

Significant components of net deferred tax assets and liabilities for the year ended on 31st March, 2019 is as follows:

	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance
<b>Deferred Tax Assets/Liabilities in relation to:</b>				
Property, plant and equipment	2.38	0.01	-	2.38
Employee Benefits	-	-	-	-
Others	-	8.32	(8.32)	-
Net Deferred Tax Assets/(Liabilities)	<u>2.38</u>	<u>8.33</u>	<u>(8.32)</u>	<u>2.38</u>

**11 EARNINGS PER SHARE**

The earnings per share has been calculated as specified in Ind-AS 33 on “Earnings Per Share” prescribed by Companies (Accounting Standards) Rules, 2015 and related disclosures are as below :

	<u>2019 - 2020</u>	<u>2018 - 2019</u>
<b>For Calculating Basic and Diluted earnings per share</b>		
a) Profits/(Loss) attributable to equity holders of the company (RS.in Lacs)	(33.22)	(69.88)
b) Weighted average number of equity shares used as the denominator in calculating EPS (Nos.)	32.86	32.86
c) Basic and Diluted EPS(a/b)	(1.01)	(2.13)

**12 FINANCIAL INSTRUMENTS****12.1 Financial Instruments by category**

The carrying value of financial instruments by categories as on 31st March, 2020 were as follows:

(RS.in Lacs)

Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
<u>Financial Assets</u>						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)	3.2.2	-	-	-	-	-
Trade Receivables	4.1.1	-	-	601.38	601.38	601.38
Cash & Cash Equivalents	4.1.3	-	-	5.66	5.66	5.66
Other Bank Balances	4.1.4			0.40	0.40	0.40
Loans	4.1.5	-	-	-	-	-
<b>Total Financial Assets</b>		-	-	607.44	607.44	
<u>Financial Liabilities</u>						
Trade Payable	6.1.1	-	-	3.82	3.82	3.82
Other financial liabilities	6.1.2	-	-	18.01	18.01	18.01
<b>Total Financial Liabilities</b>		-	-	21.83	21.83	

The carrying value of financial instruments by categories as on 31st March, 2019 were as follows:

(Rs.in Lacs)

Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
<b>Financial Assets</b>						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)	3.2.2	-	-	-	-	292.68
Trade Receivables	4.1.1	-	-	648.09	648.09	115.44
Cash & Cash Equivalents	4.1.3	-	-	6.00	6.00	1.11
Other Bank Balances	4.1.4	-	-	75.57	75.57	0.38
Loans	4.1.5	-	-	9.00	9.00	99.31
<b>Total Financial Assets</b>		-	-	738.66	738.66	
<b>Financial Liabilities</b>						
Trade Payables	6.1.1	-	-	220.00	220.00	220.00
Other financial liabilities	6.1.2	-	-	5.60	5.60	5.60
<b>Total Financial Liabilities</b>		-	-	225.60	225.60	

#### **Management estimations and assumptions**

a) The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

b) The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

(i) The fair values of the unquoted mutual funds are based on NAVs at the reporting date.

(ii) The fair values of the quoted equity shares have been determined based on price quotations as on reporting date approach for determining the fair values.

**12.2 Fair value hierarchy**

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis :

Particulars	Note Reference	Fair value measurement at end of the reporting period/year using				(Rs.in Lacs)
		Level 1	Level 2	Level 3	Total	
<b>As on 31st March, 2020</b>						
<u>Financial Assets</u>						
Equity Instruments (other than subsidiary, Joint ventures)	3.2.2	-	-			-
<b>As on 31st March, 2019</b>						
<u>Financial Assets</u>						
Equity Instruments (other than subsidiary, Joint ventures)	3.2.2	-	-	-		-

Level 1: Quoted Prices in active markets for identical assets or liabilities

Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The company's policy is to recognize transfers into and the transfers out of fair value hierarchy levels as at the end of the reporting period. There are no transfers between level 1 and level 2 during the end of the reported periods.

**12.3 Financial Risk Management**

The Company's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's activities expose it to various financial risks: market risk, credit risk and liquidity risk. The company tries to foresee the unpredictable nature of financial markets and seek to minimise potential adverse impact on its financial performance. The senior management of the company oversees the management of these risks. It is supported by a risk management committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The risk management committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Audit Committee has additional oversight in the area of financial risks and controls. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

13 **CAPITAL MANAGEMENT**

The following are the objectives of Capital management policy of the company:

- (a) Safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- (b) Maintain an optimal capital structure to reduce the cost of capital

As a part of capital management strategy, the company may adjust the amount of dividends paid to shareholders, issue new shares, raise debt capital or sell assets to reduce debt. The company monitors capital basis a gearing ratio which is calculated by dividing the total borrowings by total equity. The company's strategy is to maintain a gearing ratio lower than 30%. In order to achieve this overall objective, the company ensures to meet its financial covenants attached to the interest bearing loans and borrowings. There have never been any breaches in financial covenants of any interest bearing loans and borrowings in the past and also in the current period.

14 **SEGMENT INFORMATION**

In accordance with Indian Accounting Standard 108 "Operating Segments" prescribed by Companies (Accounting Standards) Rules, 2015, the company has determined its primary business segment as a single segment of Trading Business i.e. Aluminium Coils. Since there are no other business segments in which the company operates, there are no other primary reportable segments. Therefore, the segment revenue, segment results, segment assets, segment liabilities, total cost incurred to acquire segment assets, depreciation charge are all as is reflected in the financial statements.

**RELATED PARTY**15 **TRANSACTIONS**

Related parties and transactions with them as specified in the Ind-AS 24 on "Related Parties Disclosures" prescribed under Companies (Accounting Standards) Rules, 2015 has been identified and given below on the basis of information available with the company and the same has been relied upon by the auditors.

a)	<b>Entity having Significant Interest</b>	Jainalco Industries Private Limited
b)	<b>List of Joint Ventures</b>	Nil
c)	<b>Other related parties</b>	
(i)	<b>Key management personnel and their relatives</b>	<b>Relationship</b>
	Mr. Abhishek Jain	Managing Director
	Mr. Parag Jain	Jt. Managing Director
	Mr. Mahesh Agarwal	Director
	Mrs.Punita Jain	Director
	Mr. Harish Kansal	Director
	Mrs.Priyanka Chaurasia	Company Secretary
	Mrs.Shivani	CFO
	Mrs.Anju Jain	Relative of Managing Director

(ii) **Others**  
Jainalco Industries Private  
Limited

**Country**  
India

(Rs.in Lacs)

Nature of Transactons	For the year ended March 31, 2020			For the year ended March 31, 2019		
	Significant influence entities	Joint Venture	Other related parties	Significant influence entities	Joint Venture	Other related parties
<b>Income</b>						
Sales - Aluminium Coils	-	-	1,680.22	-	-	1,680.22
<b>Expenses</b>						
Director Remuneration	-	-	18.00	-	-	18.00
Rent	-	-	2.40	-	-	4.20
House Rent	-	-	-	-	-	-
Salary	-	-	3.89	-	-	5.64
<b>Year End Receivable</b>						
Trade Receivable	-	-	601.38	-	-	565.95
<b>Year End Payable</b>						
Other Liabilities	-	-	18.01	-	-	5.60

- 16 On the basis of physical verification of assets, as specified in IND AS - 36 and cash generation capacity of those assets, in the management perception there is no impairment of such assets as appearing in the balance sheet as on 31.03.2020.
- 17 The disclosures pursuant to Section 186(4) of the Companies Act, 2013 in respect of the loans given by the Company is detailed below:
- No any loans or advances given during the year.
  - Loan of Rs.9 Lacs given to Nilgiri Merchantile Pvt. Ltd. for working capital purposes which is recovered during the year.

**18 EXPENDITURE IN FOREIGN CURRENCY:**

<b>Particulars</b>	<b><u>2019 - 2020</u></b>	<b><u>2018 - 2019</u></b>
	<b>(Rs.in Lacs)</b>	<b>(Rs.in Lacs)</b>
Travelling Expenses	-	-
Bank Charges	-	-

19 Previous years figure have been regrouped/rearranged, wherever found necessary.

**For SURRENDRA & ASSOCIATES**

Chartered Accountants  
Firm Registration No: 010189N

**Sd/-**  
Parag Jain  
(Managing Director)  
(DIN: 02803856)

**Sd/-**  
Abhishek Jain  
(Jt. Managing Director)  
(DIN: 02801441)

**Sd/-**  
S.K.Pensi  
Partner  
Membership No: 085572

**Sd/-**  
Misha Nahal Soani  
(CS)

**Sd/-**  
Shivani  
(CFO)

Place: New Delhi  
Date: 31 July, 2020



**WORLDWIDE ALUMINIUM LTD.****Reg. Office:** 602, Rohit House, 3 Tolstoy Marg, Connaught Place, New Delhi-110001.**Email Id:** legalteam.worldwide@gmail.com **Ph. No.:** +91-11-49446667/49446668**CIN:** L70109DL1990PLC338798 **Website:** [www.wwal.in](http://www.wwal.in)**Form No. MGT 11****PROXY FORM**

Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration Rules, 2014

Name of the member(s) : Registered Address : E-mail Id: Folio No./ Client Id : DP ID :	
--	--

I/We, being the member(s) of, **Worldwide Aluminium Limited**, holding shares of the above named company, hereby appoint:

I) Name: \_\_\_\_\_ Address: \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_

**Or failing him**

II) Name: \_\_\_\_\_ Address: \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_

as my / our proxy to attend and vote (on a poll) for me / us and on my /our behalf at the 30<sup>th</sup> Annual General Meeting, to be held on wednesday the 30<sup>th</sup> day of September, 2020 at 09::00 am at 32/1 Satbari Village, KCG Heritage, New Delhi-110074 of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Financial Statements of the Company which includes Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss including the statement of Cash Flow of the Company as on that date together with the Auditors' Report thereon and Report of the Board of Directors.
2. To re-appoint Mr. Abhishek Jain, Director of the Company who retires by rotation and being eligible offers herself for reappointment.

**WORLDWIDE ALUMINIUM LTD.**

**Reg. Office:** 602, Rohit House, 3 Tolstoy Marg, Connaught Place, New Delhi-110001.

**Email Id:** legalteam.worldwide@gmail.com **Ph. No.:** +91-11-49446667/49446668

**CIN:** L70109DL1990PLC338798 **Website:** [www.wwal.in](http://www.wwal.in)

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Signed this.....day of.....2020

Signature of Shareholder



Signature of Proxy holder(s)

Affix Re.1/- Revenue Stamp

**Note:** This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the company, not less than 48 hours before the commencement of the meeting.

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**ATTENDANCE SLIP**

Regd. Folio No. ....

\*\*DP ID .....

\*\*Client ID. ....

**30<sup>th</sup> Annual General Meeting –30<sup>th</sup> September, 2020**

I certify that I am a member/ proxy for the member of the Company.

I hereby record my presence at the 30<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 30<sup>th</sup> September, 2020 at 09:00 am at 32/1 Satbari Village, KCG Heritage, New Delhi-110074

\_\_\_\_\_

\_\_\_\_\_

\*Member's/ Proxy's Name in Block Letter

\*Member's/ Proxy Signature

**Note:**

1. Member/ Proxy must bring the Attendance Slip to the Meeting and hand it over, duly signed, at the registration counter.
2. The copy of the Notice may please be brought to the Meeting Hall.

\* Strike out whichever is not applicable.

\*\* Applicable only in case of investors holding shares in Electronic Form

Registered Post

To,

*If undelivered, please return to :*

**WORLDWIDE ALUMINIUM LTD**

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