

## AMBA RIVER COKE LIMITED

### DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the Twenty-second Annual Report, together with the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2019.

#### FINANCIAL RESULTS

Particulars	(Rs. in crores)	
	For financial year ended 31 <sup>st</sup> March 2019	For financial year ended 31 <sup>st</sup> March 2018
(i) Revenue from operations	5,133.74	5,106.96
(ii) Other income	19.65	18.10
(iii) Total Income (i+ii)	<b>5,153.39</b>	<b>5,125.06</b>
(iv) Expenses		
Cost of materials consumed	3,964.72	4,001.83
Purchases of traded goods	357.10	182.03
Changes in inventories of finished goods and work-in-progress	7.43	27.88
Excise duty expense	-	146.07
Employee benefits expense	27.40	26.05
Finance costs	178.61	184.76
Depreciation expense	1.36	1.71
Other expenses	343.54	292.83
<b>Total expenses</b>	<b>4,880.16</b>	<b>4,863.16</b>
<b>(v) Profit/(Loss) before tax (iii-iv)</b>	<b>273.23</b>	<b>261.90</b>
(vi) Tax expenses :		
- Current tax	61.46	58.37
- Deferred tax	35.36	34.75
<b>(vii) Profit/(Loss) after tax (vii-viii)</b>	<b>176.41</b>	<b>168.78</b>
<b>(viii) Other comprehensive income</b>		
(A) (i) Items that will not be reclassified to profit or loss:		
(a) Re-measurements of defined benefit plans	0.20	0.28
(b) Equity instrument through other comprehensive income	(1.54)	5.81
(ii) Income tax related to items that will not be reclassified to profit or loss	(0.07)	(0.10)
(B) (i) Items that will be reclassified to profit or loss :		
(a) The effective portion of gains and loss on hedging instruments in a cash flow hedge	13.63	0.51
(b) Changes in foreign currency monetary item translation difference account (FCMITDA)	1.39	3.22
(ii) Income tax related to items that will be reclassified to profit or loss	(5.25)	(1.29)
<b>Total other comprehensive income (A+B)</b>	<b>8.36</b>	<b>8.43</b>
<b>(ix) Total comprehensive income for the year (vii+viii)</b>	<b>184.77</b>	<b>177.21</b>



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## Performance

The Company produced 1.05 million ton of Coke and 4.02 million ton of Pellet during the financial year 2018-19. Capacity utilization of the Coke Oven plant and Pellet Plant during the FY 2018-19 increased by 0.65% and decreased by 4.07% respectively over the previous year.

The revenue from operations for the year under review was Rs. 5,133.74 crores as against Rs. 5,106.96 crores during the previous year, registering a growth of 0.52% over the previous year. After considering other income of Rs. 19.65 crores (Rs. 18.10 crores for FY 2017-18), total income for the year was Rs. 5,153.39 crores as against Rs. 5,125.06 crores in the previous year. The Operating EBIDTA increased by 0.76% from previous year. Profit after tax was Rs. 176.41 crores as against the Profit after tax of Rs.168.78 crores in the previous year, representing an increase of 4.52%

## **CHANGE IN THE NATURE OF BUSINESS**

There was no change in the nature of business during the year under review. No material changes or commitments have occurred between the end of the year under review and the date of the Directors' Report affecting the financial position of the Company.

## **DIVIDEND**

The Board of Directors has not recommended any dividend for the year on the share capital of the Company.

## **AMOUNT TRANSFERRED TO RESERVES**

No amount is proposed to be transferred to the reserves for the year under review.

## **CREDIT RATING**

During the year, CARE Ratings Ltd has upgraded long-term debt/facilities/NCD's rating to "AA" from "AA-", while short term debt/facilities continue to be rated at the highest level of "A1+". CARE has assigned a stable outlook on the long term rating.

## **HOLDING, SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES**

Your Company continues to be a wholly-owned subsidiary of JSW Steel Limited. The Company is not having any subsidiary or associate company or joint venture. No company has ceased to be the Company's subsidiary, joint venture or associate during the financial year 2018-19.



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## FIXED DEPOSIT

Your Company has not accepted or renewed any deposits from the public in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

## SHARE CAPITAL

There was no change in the Authorised Capital of the Company during the year under review.

There was no issue of shares during the year. Accordingly, the paid-up equity share capital remained at Rs. 931,89,86,700/-.

During the year under review the Company has not:

- (i) Issued equity shares with differential rights as to dividend, voting or otherwise.
- (ii) Issued sweat equity shares
- (iii) Offered shares under a scheme of employees' stock option

## DEBENTURES

The Company's 3,000 Secured Redeemable Non-Convertible Debentures of Rs. 10,00,000/- each (NCDs), aggregating to Rs. 300 crores, are listed on BSE Limited. SBICAP Trustee Company Ltd. are the Debenture Trustee for the NCDs.

### Name and Address of Debenture Trustee

SBICAP Trustee Company Limited  
Apeejay House, 6<sup>th</sup> Floor,  
3 Dinshaw Wachha Road  
Churchgate, Mumbai 400020  
Tel: 022-43025555;  
email: helpdesk@sbicaptrustee.com

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr Gautam Mitra ceased to be the Chief Financial Officer of the Company with effect from 1<sup>st</sup> May, 2018 consequent to superannuation from the services of the Company.

Mr Prem Pushkar Varma (DIN 08046584) was appointed by the Board as an Additional Director of the Company to hold office upto the next Annual General Meeting and as Whole-time Director designated as 'Head-Iron & Agglomeration' for a period of three years with effect from 1<sup>st</sup> February, 2018. At the Annual General Meeting held on 18<sup>th</sup> July, 2018, Mr Prem Pushkar Varma was appointed as the Director of the Company. At the said AGM, members also approved his appointment as the Whole-time Director of the Company designated as 'Head-Iron & Agglomeration' for a period of three years with effect from 1<sup>st</sup> February, 2018, subject to the approval of the Central Government, if required.



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Mr Pradeep Bhargava, Director (DIN 03628767) is liable to retire by rotation at the ensuing Annual General Meeting, and, being eligible, offers himself for re-appointment.

The proposal for re-appointment of Mr Pradeep Bhargava as Director of the Company is placed for your approval.

At the Board meeting held on 16<sup>th</sup> October, 2018, Mr Sudhir Yagnik was appointed as the Chief Financial Officer of the Company with effect from 16<sup>th</sup> November, 2018.

## BOARD OF DIRECTORS AND BOARD MEETINGS

The Board of Directors of the Company, as on March 31, 2019, comprised four Non-Executive Directors, including two independent Directors, and one Whole-time Director.

During the year, 5 meetings of the Board of Directors were held: on 30<sup>th</sup> April, 2018, 18<sup>th</sup> July, 2018, 16<sup>th</sup> October, 2018, 16<sup>th</sup> January, 2019 (adjourned meeting on 4<sup>th</sup> February, 2019) and 28<sup>th</sup> March, 2019.

The details of the composition of the Board and the number of Board Meetings attended by the Directors are as under:

Name of the Director	Category	Designation	No. of Board meetings attended
Mr Jugal Kishore Tandon	Independent Non-Executive	Director	5
Ms Nayantara Palchoudhuri	Independent Non-Executive	Director	5
Mr Ashok Kumar Aggarwal	Non-Independent Non-Executive	Director	5
Mr Pradeep Bhargava	Non-Independent Non-Executive	Director	5
Mr Prem Pushkar Varma	Executive	Whole-time Director (Head-Iron & Agglomeration)	5

The Company has received necessary declarations from Mr Jugal Kishore Tandon and Ms Nayantara Palchoudhuri that they meet the criteria of independence specified under Section 149(6) of the Companies Act, 2013.

## COMMITTEES OF BOARD

### Audit Committee

The Audit Committee of the Board of Directors, as on March 31, 2019, comprised three Non-Executive Directors, including two Independent Directors.



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During the year, the Committee met five times on 30<sup>th</sup> April, 2018, 18<sup>th</sup> July, 2018, 16<sup>th</sup> October, 2018, 16<sup>th</sup> January, 2019 (adjourned meeting on 4<sup>th</sup> February, 2019) and 28<sup>th</sup> March, 2019.

The details of the composition of the Committee and the number of Meetings attended by the members are as under

Name of the Member	Category	No. of meetings attended
Mr Jugal Kishore Tandon	Independent Non-Executive	5
Ms Nayantara Palchoudhuri	Independent Non-Executive	5
Mr Pradeep Bhargava	Non-Independent Non-Executive	5

Mr Jugal Kishore Tandon is the Chairman of the Audit Committee. The Company Secretary acts as the Secretary of the Committee.

Mr Jugal Kishore Tandon, the Chairman of the Committee was present at the last Annual General Meeting held on 18<sup>th</sup> July, 2018.

The scope and terms of reference of the Committee are in accordance with the provisions of the Companies Act, 2013. The broad terms of reference of the Committee are:

- Reviewing the financial statements before submission to the Board.
- Reviewing the reports of the statutory auditors and internal auditor.
- Reviewing the internal financial controls and risk management systems, including, internal controls over financial reporting, and its adequacy and effectiveness.
- Recommending the appointment, remuneration and terms of appointment of statutory auditors and cost auditors of the company.
- Approving transactions of the Company with related parties and subsequent modifications of the transactions with related parties.

All the recommendations made by the Audit Committee to the Board during the period under review were accepted by the Board.

#### **Nomination & Remuneration Committee**

The "Nomination & Remuneration Committee" of the Board of Directors, as on 31<sup>st</sup> March, 2019, comprised four Non-Executive Directors, including two Independent Directors.

During the year, the Committee has met three times: on 30<sup>th</sup> April, 2018, 18<sup>th</sup> July, 2018 and 16<sup>th</sup> October, 2018.

The details of the composition of the Committee and the number of Meetings attended by the members are as under:



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Name of the Member	Category	No. of meetings attended
Mr Jugal Kishore Tandon	Independent Non-Executive	3
Ms Nayantara Palchoudhuri	Independent Non-Executive	3
Mr Pradeep Bhargava	Non-Independent Non-Executive	3
Mr Ashok Aggarwal	Non-Independent Non-Executive	3

Mr Jugal Kishore Tandon is the Chairman of the Nomination & Remuneration Committee. The Company Secretary acts as the Secretary of the Committee.

Mr Jugal Kishore Tandon, the Chairman of the Committee was present at the last Annual General Meeting held on 18<sup>th</sup> July, 2018.

The scope and terms of reference of the Committee are in accordance with the provisions of the Companies Act, 2013. The broad terms of reference of the Committee are as under:

- Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and carry out evaluation of every director's performance.
- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- Recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- Carry out evaluation of every director's performance.

### Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee (CSR), as on 31<sup>st</sup> March, 2019, comprised two Non-Executive Directors, including one Independent Director, and one Executive Director.

During the year, the Committee has met two times: on 30<sup>th</sup> April, 2018 and 16<sup>th</sup> October, 2018.

The details of the composition of the Committee and the number of Meetings attended by the members are as under:

Name of the Member	Category	No. of meetings attended
Mr Jugal Kishore Tandon	Independent Non-Executive	2
Mr Pradeep Bhargava	Non-Independent Non-Executive	2
Mr Prem Pushkar Varma	Executive	2



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Mr Jugal Kishore Tandon is the Chairman of the Committee. The Company Secretary acts as the Secretary of the Committee.

The terms of reference of the Corporate Social Responsibility Committee are as under:

- Formulate and recommend to the Board, a Corporate Social Responsibility Policy (CSR Policy) for the Company, which shall indicate a list of CSR projects or programs which the Company plans to undertake falling within the purview of Schedule VII of the Companies Act 2013, as may be amended from time to time;
- Recommend the amount of expenditure to be incurred on each of the activities to be undertaken by the Company, while ensuring that it does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Companies Act, 2013;
- Approve the Annual Report on CSR activities to be included in the Director's Report forming part of the Company's Annual Report and attribute reasons for short comings in incurring expenditures, if any.
- Monitor the CSR Policy and CSR activities of the Company from time to time; and
- Institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company.

## **POLICIES**

### **Vigil Mechanism / Whistle Blower Policy**

Pursuant to the provisions of the Companies Act, 2013, the Company has adopted Whistle Blower Policy/Vigil Mechanism ("the Policy"). The Policy has been formulated to provide a mechanism for directors and employees of the Company to report genuine concerns or grievances about unethical behavior and actual or suspected fraud. The Company believes in adopting highest standards of professionalism, honesty, integrity and ethical behavior. Accordingly, the Policy encourages all employees to report any suspected violations, unethical behavior, actual or suspected fraud or any unethical or improper activity, including misuse or improper use of accounting policies and procedures resulting in misrepresentation of accounts and financial statements.

The Policy specifies the procedure and reporting authority for reporting such concerns or grievances. The Policy also provides for adequate safeguards against victimization or unfair treatment of directors or employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee/Ethic Counsellor in exceptional cases.

### **Nomination Policy and Remuneration Policy**

The Company has formulated Nomination Policy approved by the Nomination and Remuneration Committee and the Board of Directors for appointment of directors and key managerial personnel. The Policy provides a frame work and set standards for the



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appointment of persons to serve as Directors on the Board of the Company and for appointment of the Key Managerial Personnel (KMP) and Senior Management of the Company, who have the capacity and ability to lead the Company towards achieving sustainable development.

The Company has also formulated 'Remuneration Policy', approved by the Nomination and Remuneration Committee, relating to the remuneration of the directors, key managerial personnel and other employees, with the broad objectives to attract, retain and motivate directors, KMP and other employees, establish clear relationship of remuneration to performance, balance between components of fixed and variable pay appropriate to the working of the Company and its goals.

The Executive Directors' (EDs) compensation is based on the appraisal system where their individual goals are linked to the organization goal. EDs are paid compensation as per the agreement entered into between them and the Company subject to approval of the Board and of the members of the Company in General Meeting and such other approval as the case may be.

The Independent Non-Executive Directors are paid remuneration by way of sitting fees and commission, if any.

The KMP, Senior Management Personnel and other employees of the Company are paid remuneration as per the Company's policies and / or as approved by the Committee, as may be applicable.

The Whole-time Director of the Company has not received any commission from the Company and has also not received any remuneration or commission from the Company's holding company.

### **Board Evaluation Policy**

Pursuant to the provisions of the Companies Act, 2013, a "Board Evaluation Policy" has been framed and approved by the Nomination and Remuneration Committee and the Board. The purpose of the Board Evaluation is to achieve persistent and consistent improvement in the governance of the Company at the Board level with an intention to establish and follow "best practices" in Board governance in order to fulfill its fiduciary obligation to the Company. The Board believes that the evaluation will lead to a closer working relationship among Board members, greater efficiency in the use of the Board's time, and increased effectiveness of the Board as a governing body.

### **Corporate Social Responsibility Policy**

Pursuant to the Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has adopted Corporate Social Responsibility Policy (CSR Policy), as recommended by the Corporate Social Responsibility Committee and approved by the Board of Directors.



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The policy strives to address social issues and Company's commitment towards Corporate Social Responsibility. In line with the approach and strategy, the CSR Policy provides interventions in the field of health, education, livelihood, vocational education, women empowerment, environment sustainability and responsible citizenship. Taking a note of the importance of synergy and interdependence at various levels, the Policy adopts a strategy for working directly or in partnership, wherever appropriate giving priority to the areas in the immediate vicinity of the plant locations. However, certain programs might be expanded beyond this geographical purview and upscaled.

The Company's key thematic interventions as per the Schedule VII of the Companies Act 2013 include:

- Improving living conditions (eradication of hunger, poverty, malnutrition etc.)
- Promoting social development (education, skill development, livelihood enhancements etc.)
- Addressing social inequalities (gender equality, women empowerment etc.)
- Ensuring environmental sustainability
- Preserving national heritage
- Sports training
- Supporting technological incubators
- Rural development projects

The disclosure as per Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 in respect of CSR activities undertaken by the Company during the FY 2018-19 is annexed to this report as **Annexure-B**

### **Risk Management Policy**

The Company has formulated and implemented a Risk Management Policy for evaluating business risks. A Risk Management framework has been set up to anticipate, discuss and respond to the identified and emerging risks that may have adverse impact on the Company in achieving its business objectives and sustainable growth. The framework deals with the identified risks along with the risk response strategies to ensure resilience with an intention to protect the stakeholders' interest. The risks are reviewed on regular basis for any change since last assessment and for tracking the status of agreed risk mitigation action plans. The risks and the risk response strategies are also reviewed by the Board.

### **EVALUATION OF DIRECTORS, COMMITTEES AND BOARD**

A structured questionnaire was prepared for evaluation of the Board/Committees covering all aspects of the Board's / Committee's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate set of questionnaire has also been prepared for self-evaluation by each individual Directors based on certain parameters such as level of engagement and contribution, independence of judgement, safeguarding interest of the Company and stakeholders, etc. The responses received from each Director on the abovementioned sets of questionnaire are tabulated for reference of the Nomination & Remuneration Committee and the Board for evaluation purpose.



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The annual evaluation of the performance of non-independent Directors, the Board and the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties, was carried out by the Independent Directors at their separate meeting held without the attendance of the non-independent Directors and the members of the management. The annual performance evaluation of every Director was carried out by the Nomination and Remuneration Committee of the Board based on the specified parameters. The Board carried out the annual performance evaluation of the Independent Directors individually, its own performance as well as of the working of the Committees of the Board.

The Directors expressed their satisfaction with the evaluation process.

## **AUDITORS AND AUDITORS REPORT**

### **Statutory Auditors**

At the 17<sup>th</sup> Annual General Meeting (AGM) held on 18<sup>th</sup> August, 2014, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI firm registration No. 117366W/W-100018), having held office as Auditor for a period of two years prior to the commencement of the Companies Act, 2013, were appointed as the Statutory Auditors of the Company for a period of five years to hold office from the conclusion of the 17<sup>th</sup> AGM till the conclusion of 22<sup>nd</sup> AGM, subject to the ratification of such appointment by the members of the Company at every subsequent AGM.

The term of appointment of M/s. Deloitte Haskins & Sells LLP as the statutory auditor of the Company will end at the conclusion of the ensuing 22<sup>nd</sup> AGM.

M/s Deloitte Haskins & Sells LLP, being eligible, are proposed to be re-appointed as the Statutory Auditors of the Company in terms of Section 139(1) of the Companies Act, 2013 read with Section 141 and other applicable provisions of the Companies Act, 2013 and rules made thereunder for another term of three years from the conclusion of the ensuing 22<sup>nd</sup> AGM until the conclusion of the 25<sup>th</sup> AGM of the Company. M/s Deloitte Haskins & Sells LLP have consented to act as the statutory auditors of the Company. They have further confirmed that the said appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for re-appointment.

The Board recommends reappointment of M/s Deloitte Haskins & Sells LLP as the Statutory Auditors of the Company for a period of three years from the conclusion of the ensuing 22<sup>nd</sup> Annual General Meeting till the conclusion of the 25<sup>th</sup> Annual General Meeting and the proposal is being placed for your approval.

### Auditors' Report

The report of the Statutory Auditors, M/s Deloitte Haskins & Sells LLP is self-explanatory and, there being no qualification, reservation or adverse remarks, does not require any further elucidation under Section 134(3) of the Companies Act, 2013. No fraud has been reported by the auditors under Section 143(12) of the Companies Act, 2013.



## Cost Auditors

The Company is required to maintain cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013 and accordingly such accounts and records are made and maintained.

In terms of Section 148(2) of the Companies Act, 2013 read with the Companies (Cost Records and Audit), Amendment Rules 2014, your Company is also required to get its cost accounting records audited by a Cost Auditor. Accordingly, the Board has, on the recommendation of the Audit Committee, appointed M/s D C Dave & Co., Cost Accountants, (Firm Registration No. 000611) as the Cost Auditors of the Company, to conduct audit of the cost accounting records for the Financial Year 2019-20 on a remuneration of Rs. 5.00 lacs plus applicable taxes and reimbursement of actual travel and out of pocket expenses. The remuneration approved by the Board is subject to the ratification of the shareholders in terms of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014. Your Directors recommend ratification of payment of remuneration to M/s D C Dave & Co. as approved by the Board, for the audit of the cost accounting records of the Company for the financial year 2019-20.

## Secretarial Auditors

In terms of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board appointed M/s. Vanita Sawant & Associates, Practicing Company Secretaries for conducting Secretarial Audit of the Company for the financial year 2018-19. The report of the Secretarial Auditors is enclosed as **Annexure-C** to this report. The report is self-explanatory and, there being no observation or qualification, do not require any further comments.

During the period under review, the Company has complied with the applicable Secretarial Standards notified by the Institute of Company Secretaries of India.

The Board has, at its meeting held on 30<sup>th</sup> April, 2019, re-appointed M/s. Vanita Sawant & Associates, Practicing Company Secretaries, as Secretarial Auditor, for conducting Secretarial Audit of the Company for financial year 2019-20.

## RELATED PARTY TRANSACTIONS

All transactions entered into with the related parties during the year ended 31<sup>st</sup> March, 2019 were in the ordinary course of business and on arm's length basis. However, all the related party transactions are placed before the Audit Committee for review and approval. The details of the material related party transactions entered during the year ended 31<sup>st</sup> March, 2019 are disclosed in terms of Section 134(3) of the Companies Act, 2013 in Form AOC-2 attached hereto as **Annexure-D**. Suitable disclosure on Related Party transactions as required by the Ind AS 24 has been made in the notes to the Financial Statements.

In terms of Section 177(4)(iv) of the Companies Act 2013, all transactions of the Company with Related Parties or any subsequent modification thereof is required to be approved by the Audit Committee. Further, in terms of Rule 6A of the Companies (Meetings of Board and its Powers) Rules, 2014, the Audit Committee may grant omnibus approval for transactions with



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Related Parties and the Audit Committee shall, after obtaining approval of the Board of Directors, specify the criteria for making the omnibus approval. The Audit Committee has, after obtaining the approval of the Board of Directors, specified the criteria for making omnibus approval for related party transactions to be entered by the Company. The omnibus approval of the Audit Committee is obtained for Related Party Transactions which are of repetitive nature and / or entered in the Ordinary Course of Business and are at Arm's Length. The Related Party Transactions are reviewed by an independent accounting firm to establish compliance with the requirements of Related Party Transactions under the Companies Act, 2013.

## **INTERNAL CONTROLS AND INTERNAL FINANCIAL CONTROLS**

### **Internal control**

The Company has a proper and adequate system of internal control commensurate with the size and nature of its business. Internal control systems are integral of Company's corporate governance. Some significant features of internal control system are:

- Adequate documentation of policies, guidelines, authorities and approval procedures covering all the important functions of the company.
- Deployment of an ERP system which covers most of its operations and is supported by a defined on-line authorisation protocol.
- Ensuring complete compliance with laws, regulations, standards and internal procedures and systems.
- De-risking the company's assets/ resources and protecting them from any loss.
- Ensuring the integrity of the accounting system; the proper and authorised recording and reporting of all transactions.
- Preparation and monitoring of annual budgets for all operating and service functions.
- Ensuring a reliability of all financial and operational information.
- Regular review of audit plans, significant audit findings, adequacy of internal controls, compliance with Accounting Standards etc. by the Audit Committee, comprising of independent directors/non-executive directors.
- A comprehensive Information Security Policy and continuous updation of IT Systems.

The internal control systems and procedures are designed to assist in the identification and management of risks, the procedure-led verification of all compliance as well as an enhanced control consciousness.

### Internal audit

The Company has an internal audit function that inculcates global best standards and practices of international majors into the Indian operations. The Company has an internal auditor reporting to Audit Committee comprising Independent / Non-executive Directors. The Company successfully integrated the COSO framework with its audit process to enhance the quality of its financial reporting, compatible with business ethics, effective controls and governance.



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The Company extensively practices delegation of authority across its team, which creates effective checks and balances within the system to arrest all possible gaps. The internal audit team has access to all information in the organization – this is largely facilitated by ERP implementation across the organization.

#### Audit plan and execution

Internal Audit department prepares a risk-based Audit Plan. The frequency of audit is decided by risk ratings of areas / functions. The audit plan is carried out by the internal team. The audit plan is reviewed periodically to include areas which have assumed significant importance in line with the emerging industry trend and the growth of the company.

#### **Internal Financial Control**

The Company has already developed and implemented a framework for ensuring internal controls over financial reporting. This framework includes a risks and control matrix covering entity level controls, process and operating level controls and IT general controls.

The entity level policies include anti-fraud policies (like code of conduct, conflict of interest, confidentiality and whistle blower policy) and other policies (like organization structure, HR policy, IT security policy). The company has also prepared Standard Operating Procedures (SOP) for each of its processes like procure to pay, order to cash, hire to retire, treasury, fixed assets, inventory, manufacturing operations etc.

During the year, controls were tested and no reportable material weakness in design and effectiveness was observed. There have been no significant changes in the Company's internal financial controls during the year.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The Company has not given any loan, provided any guarantee, given any security or made any investment during the financial year under review which attracts the provisions of Section 186 of the Companies Act, 2013 and requires approval of the shareholders. However, during the year, the Company has made investment in 14,56,000 equity shares of Rs. 10/- each of JSW Energy Limited, at the aggregate price of Rs.12.00 crores, so as to be reckoned as the captive power consumer of the designated power unit of JSW Energy Limited at Ratnagiri under the Electricity Act, 2003 and Electricity Rules, 2005. The details of Loans and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement.

#### **STOCK OWNERSHIP PLANS**

##### JSWSL Employees Stock Ownership Plan-2016

JSW Steel Limited ('JSWSL'), the Holding Company, had formulated JSWSL Employees Stock Ownership Plan-2016 ('JSWSL ESOP Plan 2016') to be implemented through JSW Steel Employees Welfare Trust ('Trust') to grant stock options to the eligible employees of JSWSL and its Indian Subsidiaries, in the grade L-16 and above. The JSWSL ESOP Plan involves acquisition of Shares of JSWSL from the Secondary Market. In all, three grants have been made.



In terms of the aforesaid Plan, your Company being a wholly-owned subsidiary of JSWSL, the eligible employees of the Company, including whole-time director, were granted 44,490 options under the first grant and 10,073 options under the second grant on 17<sup>th</sup> May, 2016 and 16<sup>th</sup> May, 2017, respectively, by JSWSL. Mr Prem Pushkar Varma, the Whole-time Director designated as 'Head-Iron & Agglomeration', is holding in aggregate 53,987 options granted to him under the 1<sup>st</sup> and 2<sup>nd</sup> grants. Further, in terms of the aforesaid Plan a total of 20,776 options have been granted by JSWSL on 15<sup>th</sup> May, 2018 under the third grant to the eligible employees of the Company, including 14,113 options to Mr Prem Pushkar Varma, the Whole-time Director designated as 'Head-Iron & Agglomeration'.

In terms of JSWSL ESOP Plan, 50% of these options will vest at the end of third year and balance 50% at the end of fourth year.

#### ARCL EMPLOYEES SAMRUDDHI PLAN 2019

'ARCL EMPLOYEES SAMRUDDHI PLAN 2019' (the "Plan") is a scheme applicable only for permanent employees of the Company in the grade L01 to L15, (excluding an employee who is a promoter or a person belonging to the promoter group, a probationer and a trainee) ("Eligible Employees"), who were not covered under the JSWSL Employees Stock Ownership Plan-2016 (JSWSL ESOP 2016 Plan) earlier formulated by JSW Steel Limited, the Holding Company (JSWSL), for employees of JSWSL and its Indian subsidiaries in the grade L-16 and above. The Plan has been approved by the shareholders of the Company by way of special resolution passed at the Extra Ordinary General meeting held on 29<sup>th</sup> March, 2019. The Plan will be effective from 1<sup>st</sup> April, 2019. The Plan will be implemented in accordance with the applicable provisions of the Companies Act, 2013 and rules framed there under and all other applicable rules and regulations including those issued by the Securities and Exchange Board of India, to the extent applicable, in terms of which the Eligible Employee will be eligible to acquire the Equity Shares of face value ₹1 each of JSWSL, directly from the open market by availing a loan provided by a bank / non-banking financial institution ("Lending Agency") and a broker identified by the Company to facilitate acquisition of Equity Shares by the Eligible Employees under the Plan. The Equity Shares bought by the Eligible Employee will be subject to a lien in favour of the Lending Agency for a period of 2 years. After expiry of the said period of 2 years, the Eligible Employee can either repay the entire loan amount after which the Equity Shares will become free of the lien, or the Lending Agency will recover the principal amount by selling the Equity Shares and will transfer the difference, if any, between the principal amount and the sale value (i.e. market price as on the date of the sale x no. of Equity Shares sold) to the Eligible Employee. The interest on the loan will be serviced by the Company and the Eligible Employee in the ratio of 3:1 i.e. the Company will bear 75% of the total interest liability owed to the Lending Agency and the balance 25% will be borne by the Eligible Employee. The total number of Equity Shares of JSWSL which may be acquired under the Plan by the Eligible Employees shall not be more than 2,02,000 Equity Shares representing 0.008% of the issued equity share capital of JSWSL. The Plan will be administered through the JSW Steel Employees Welfare Trust in accordance with the applicable laws.

#### **DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013**

The 'ARCL EMPLOYEES SAMRUDDHI PLAN 2019' envisages direct acquisition of the Equity Shares by the Eligible Employees. Accordingly, the voting rights in respect of the



Equity Shares to be purchased under the Plan will be exercised by the Eligible Employee. Hence, the disclosure required to be made under Section 67(3) of the Companies Act, 2013, is not applicable.

#### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has a Policy on prevention of sexual harassment at work place. All employees are covered under this policy. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013 for redressal of complaints received regarding sexual harassment. No complaints pertaining to sexual harassment were received during the year under review.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS WHICH WOULD IMPACT THE GOING CONCERN STATUS OF THE COMPANY AND ITS FUTURE OPERATIONS**

During the year under review, no significant material orders were passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

#### **EXTRACT OF ANNUAL RETURN**

In accordance with the provisions of Section 134(3)(a) of the Companies Act, 2013, the extract of the Annual Return in Form MGT – 9 for the financial year 2018-19 is annexed as **Annexure-E** and forms part of this report.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Sections 134 (3)(c) and 134(5) of the Companies Act, 2013, your Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts for the year under review on a going concern basis;
- (e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and



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

#### **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

Disclosures pertaining to particulars of employees as required in terms of the Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as **Annexure-F** and forms part of this report. However, there were no employees who were in receipt of remuneration which was in the aggregate, in excess of the prescribed limits and therefore the related disclosures in terms of the abovementioned section and rules is not attached to the Directors' Report.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information required pursuant to the provisions of Section 134 (3) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption or innovation and foreign exchange earnings and outgo, is provided as **Annexure-A** and forms part of this report.

#### **APPRECIATION**

Your Directors would like to express their appreciation for co-operation and assistance received from Government authorities, financial institutions, banks, debenture holders, vendors, customers, shareholders and other business associates during the year under review. The Directors also wish to place on record their appreciation of the devoted and committed services rendered by all the employees of the Company.

For and on behalf of the Board



P P Varma  
Whole-time Director



Pradeep Bhargava  
Director

Date : 30<sup>th</sup> April, 2019  
Place: Mumbai





Information in accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo.

**(A) Energy Conservation**

**(i) Steps taken or impact on conservation of energy**

**Pellet Plant**

1. Specific power consumption per MT of pellet produced for FY 2018-19 is 49.96 kwh/MT, compared to that of 51.33 kwh/MT during FY 2017-18 (Reduction of 2.67%). This was made possible by successful implementation of improvement projects under TQM initiatives, where in feed mix is optimized with higher % use of soft ore and optimizing ball mill charge volume and its process parameters. This has led to annual savings of 5500 MW/annum of power during FY 2018-19.
2. Replaced 265 no 400 WattsX2 HPSV lights with 140 Watts LED lights in pellet plant. It has resulted in electric power savings.

**(ii) Steps taken for utilizing alternate source of energy**

Nil

**(III) Capital Investment on Energy Conservation equipment**

Installation of Harmonic filter system to improve power factor from current level of 0.959 to 0.996 (near unity). System installation is in progress, expected to be commissioned by May 2019.

**(B) Technology absorption**

Efforts made towards technology absorption, benefits derived and details of imported technology (Imported during the last three years reckoned from the beginning of the financial year) are as under:

**Pellet Plant**

Imported Technology	Benefits	Year of Import / Absorption	Status of Implementation
Upgradation of ground iron ore fines slurry tank gear box from bevel gear train to helical gear train	Improved MTBF	2018	Commissioned



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### Coke Oven

1. Specific power consumption reduced by installing upgraded drives in coke oven gas booster station which resulted in lesser tripping and hence utilization of coke oven gas increased.
2. Fuel consumption in ammonia decomposition furnace was reduced by 3% by installation of vapor bypass line which is connected to main coke oven gas line.
3. Necessary modifications were done towards achieving zero liquid discharge by laying pipeline along with heat exchanger to collect waste water from Chimney and Wharf tunnel and the same is treated in effluent treatment plant (BOD) and further utilized in quenching.

### (iii) Steps taken for utilizing alternate source of energy

Nil

### (iii) Capital Investment on Energy Conservation equipment

No capital investment made on energy conservation equipment during the FY 2018-19.

### (B) Technology absorption

Efforts made towards technology absorption, benefits derived and details of imported technology are as under:

#### Coke Oven Plant

Imported Technology	Benefits	Year of Import / Absorption	Status of Implementation
Charging Ground De-dusting System	Control of visible fugitive charging emission	2017-18	Commissioned

### Research & Development

#### Pellet Plant

The Company has undertaken following research and development activities during the year FY2018-19 :

- a. Study of mineralogy of iron ore from different sources and its effect on grind ability.
- b. R&D activities on development of alternative binder for bentonite
- c. Study of settling rates of different grades of iron ore fines & effect of flocculants on its settling rates.



### Coke Oven Plant

The Company has not undertaken any research and development activities during the year under review.

### (C) Foreign Exchange Earnings and Outgo pending

There have been no foreign exchange earnings during the year under review.

Foreign Exchange outgo during the year was:-

		Rs. in crores	
	Particulars	2018-19	2017-18
a.	CIF Value of Imports		
	- Capital Goods	0.10	8.25
	- Raw Materials	2,297.87	1,429.54
	- Stores & spare parts	8.87	8.33
b.	Other Expenditure	37.44	43.39



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**Annual Report on Corporate Social Responsibility Activities for FY 2018-19**

(Pursuant to Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014)

1. A brief outline of the Company's CSR policy, including overview of the projects or programs proposed to be undertaken and reference to the web-link to the CSR Policy and projects or programs:

Kindly refer the Corporate Social Responsibility Policy, forming part of this Annual Report.

2. The composition of the CSR Committee:

The Corporate Social Responsibility Committee of the Company currently constitutes of the following Members:

Mr Jugal Kishore Tandon – Chairman  
Mr Pradeep Bhargava - Member  
Mr Prem Pushkar Varma – Member

3. Average Net Profit of the company for last 3 financial years: Rs. 22498 lakhs

4. Prescribed CSR expenditure (2% of amount): Rs. 449.97 lakhs

5. Details of CSR activities/projects undertaken during the year:

a) total amount to be spent for the financial year: Rs.449.97 lakhs

b) total amount spent in the financial year: Rs. 450.73 lakhs

c) amount un-spent, if any: Nil

d) manner in which the amount spent during financial year, is detailed below:



Rs. In lakhs

Projects or activities Description	Sector in Which the Initiatives were Covered	Geographical Area where Projects are implemented (1) Local area or other (2) the State and the district where projects or Programs was undertaken	Amount outlay (budget) project or programs wise	Expenditure on (1) projects or programs (2) Overheads:	Cumulative expenditure up to the reporting period	Amount spent Direct or through implementing agency
Ensuring water supply to the villages, Training for Self Help Groups for livelihood development, Agricultural Initiatives	Improving Living Conditions	Dolvi , Dist - Raigad – Maharashtra	100.00	48.22	48.22	Direct / Through Implementing Agency *
Mangroves Restoration	Addressing Environmental Issues	Dolvi , Dist - Raigad – Maharashtra	97.00	75.75	75.75	Direct / Through Implementing Agency *
Rural Infra development works for ease of commute – building of internal roads, small bridges & bund repair, Solar electrification, rain water harvesting, etc.	Rural Development Program	Dolvi , Dist - Raigad – Maharashtra	110.00	204.96	204.96	Direct / Through Implementing Agency *
BPO Centre for rural young women, Education related programs	Promoting Social development	Dolvi , Dist - Raigad - Maharashtra	143.00	121.80	121.80	Direct / Through Implementing Agency *
<b>Total</b>			<b>450.00</b>	<b>450.73</b>	<b>450.73</b>	

\* CSR activities have been carried out directly and through other private/Non-Governmental Organisation/Charitable Institutions

We hereby confirm that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

For and on behalf of the  
Board of Directors of Amba River Coke Limited

Sd/-  
Prem Pushkar Varma  
Whole-time Director  
DIN: 08046584

Sd/-  
Jugal Kishore Tandon  
Chairman of CSR Committee  
DIN: 01282681



**Annexure – C**

**Secretarial Audit Report**

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

(For the Financial Year 2018-19)

16<sup>th</sup> April, 2019

The Members/Board of Directors  
Amba River Coke Limited  
JSW Centre,  
Bandra Kurla Complex,  
Bandra (E),  
Mumbai 400 051

**Foreword**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Amba River Coke Limited, (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company'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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minutes books, forms and returns filed and other records maintained by Amba River Coke Limited ("the Company") for the financial year ended on 31<sup>st</sup> March 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;



11.

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');  
(to the extent applicable consequent upon listing of company's NCDs w.e.f 20.02.2017.)
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Other applicable laws:

Factories Act, 1948  
The Payment of Gratuity Act, 1972

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable;

During the period under review, based on my examination and verification of the books, papers, minute books, forms and returns filed and other records produced to me and according to information and explanations given to me by the Company, I report that the Company has in my opinion, complied with the provisions of the Companies Act, 2013 (Act) and the Rules made thereunder, the Memorandum and Articles of Association of the Company and also applicable provisions of the aforesaid laws, standards, guidelines, agreements, etc., subject to the following observations:

NIL

**I report that, during the year under review:**

1. The status of the Company during the financial year has been that of a debt listed Public Company w.e.f. 20.02.2017
2. The Company is a subsidiary of another listed company.
3. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes took place in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent 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.



Decisions are carried through unanimously and there have been no dissenting members' views, which needs to be captured and recorded as part of the minutes.

**I 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.

**I further report that:**

During the audit period the Company has effected the following activities/ events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above:-

- (i) Increased the remuneration payable to Whole-time Director (WTD).
- (ii) Cessation of Mr Gautam Mitra as CFO of the Company consequent to his superannuation.
- (iii) Appointment of Mr. Sudhir Yagnik as CFO of the Company w.e.f. 16/11/2018.
- (iv) Approved the purchase of equity shares of JSW Energy Ltd from JSW Steel Ltd. to be reckoned as Captive Consumer of the power plant unit of JSW Energy Ltd. for the increased contract demand
- (v) The Board and the shareholders approved ARCL Employees Samruddhi Plan 2019 to enable the employees of the company in the grade L01-L15 to purchase the shares of the holding company
- (vi) The Company has given its No Objection to the merger of JSW Steel (Salav) Ltd with JSW Steel Ltd – in its capacity as Unsecured Creditor.
- (vii) The eligible employees of the Company were granted 20,776 stock options by JSW Steel Limited (JSWSL), the holding company, towards 3<sup>rd</sup> Grant pursuant to the JSWSL Employees Stock Option Plan, 2016.
- (viii) Internal Financial Control & Risk Management Systems were evaluated & found to be adequate.
- (ix) The Internal Audit Plan for FY 2019-20 was reviewed and approved.

Place: Mumbai  
Date: 16<sup>th</sup> April 2019

Signature : sd/-

**Vanita Sawant & Associates**  
**Practising Company Secretary**  
**FCS 6210. CP No. 10072**

Note: 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.





To  
The Members  
Amba River Coke Ltd  
JSW Centre,  
Bandra Kurla Complex,  
Bandra (E),  
Mumbai 400 051

My 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. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I 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 check whether correct facts are reflected in secretarial records. I believe that the processes and practices that were followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My 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.

Signature: Sd/-

Date: 16<sup>th</sup> April 2019

Place: Mumbai

Name: Vanita Sawant & Associates  
Membership No: 6210  
Certificate of Practice No: 10072



## Form No. AOC-2

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

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

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

(a)	Name(s) of the related party and nature of relationship	Nil (All contracts or arrangements or transactions with related parties are at arm's length basis).
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	date(s) of approval by the Board	
(g)	Amount paid as advances, if any:	
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

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

(a)	Name(s) of the related party and nature of relationship	JSW Steel Limited, Holding Company (JSWSL) JSW International Trade Corp Pte Ltd, Other Related Party (JITCPL) JSW Steel (Salav) Limited, Fellow Subsidiary (JSWSSL)
(b)	Nature of contracts/ arrangements/ transactions	JSWSL - Sale of coke/pellet/steel/coke oven gas etc., purchase of coal/iron ore fines/steel/blast furnace gas, etc, interest expenses, reimbursement of expenses, commission paid on pledge/corporate guarantee and finance lease income/receivables. JITCPL - Purchase of iron ore and coking coal. JSWSSL - Sale of pellets, barge hiring and interest income.
(c)	Duration of the contracts/ arrangements/ transactions	Period 01.04.2018 to 31.03.2019
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	JSWSL - Sale of coke/pellets are based on the terms of long term contract. Other transactions are at competitive market price/on actuals. JITCPL - At competitive market price JSWSSL - At competitive market price  The value of transactions were as under: JSWSL - Rs. 5,493.45 crores. JITCPL - Rs. 2,056.98crores JSWSSL - Rs. 584.92 crores
(e)	Date(s) of approval by the Board, if any	NA
(f)	Amount paid as advances, if any	Nil



## Form No. MGT-9

## EXTRACT OF ANNUAL RETURN

As on financial year ended on 31<sup>st</sup> March 2019

[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:

CIN	:	U23100MH1997PLC110901
Registration Date	:	September 25, 1997
Name of the Company	:	AMBA RIVER COKE LIMITED
Category / Sub-Category of the Company	:	Public Company/Limited by shares
Address of the Registered office and contact details	:	JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400051 Phone: 022-42861000 ; Fax : 022-42863000
Whether listed company	:	Yes *
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai 400078 Tel : 022 25963838/2251; Fax : 022 25946979

\* The Company's Secured Redeemable Non-Convertible Debentures are listed.

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture of Coke	19101	48.83%
2	Manufacture of Pellet	24109	41.22%

## 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	JSW Steel Limited	L27102MH1994PLC152925	Holding Company	100.00 *	Section 2(46)

\* Note: Includes shares held by Nominees



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

i. Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year i.e as on 01.04.2018				No. of Shares held at the end of the year i.e as on 31.03.2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	93,18,98,600	70 *	93,18,98,670	100.00	93,18,98,660*	10*	93,18,98,670	100.00	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other (Trust)	-	-	-	-	-	-	-	-	-
<b>Sub-total(A)(1):</b>	<b>93,18,98,600</b>	<b>70 *</b>	<b>93,18,98,670</b>	<b>100.00</b>	<b>93,18,98,660</b>	<b>10</b>	<b>93,18,98,670</b>	<b>100.00</b>	<b>-</b>
(2) Foreign									
a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(2):</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>93,18,98,600</b>	<b>70</b>	<b>93,18,98,670</b>	<b>100.00</b>	<b>93,18,98,660</b>	<b>10</b>	<b>93,18,98,670</b>	<b>100.00</b>	<b>-</b>
<b>B. Public Shareholding</b>									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>



*Handwritten signature/initials*

*Handwritten mark*

Category of Shareholders	No. of Shares held at the beginning of the year i.e as on 01.04.2017				No. of Shares held at the end of the year i.e as on 31.03.2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (Trust)	-	-	-	-	-	-	-	-	-
Sub-total(B)(2):	-	-	-	-	-	-	-	-	-
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>93,18,98,600</b>	<b>70</b>	<b>93,18,98,670</b>	<b>100.00</b>	<b>93,18,98,660</b>	<b>10</b>	<b>93,18,98,670</b>	<b>100.00</b>	<b>-</b>

Note : \* 70 shares held by Nominees

#### ii. SHAREHOLDING OF PROMOTERS:

Sl. No	Shareholder's Name	Shareholding at the beginning of the year i.e as on 01.04.2018			Shareholding at the end of the year i.e as on 31.03.2019			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	JSW Steel Limited	93,18,98,670*	100.00	32.66	93,18,98,670*	100.00	32.66	-
	<b>Total</b>	<b>93,18,98,670*</b>	<b>100.00</b>	<b>32.66</b>	<b>93,18,98,670*</b>	<b>100.00</b>	<b>32.66</b>	<b>-</b>

\* Note : 70 shares held by Nominees



iii. CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sl. No	Name of the Shareholder	Shareholding at the beginning of the year i.e. as on 01.04.2018		Date wise increase/(Decrease) in shareholding during the year			Cumulative Shareholding during the year		At the end of the year i.e as on 31.03.2019
		No. of shares	% of total shares of the Company	Date	No of shares	Reason for increase/decrease	No. of shares	% of total shares of the Company	
1	JSW Steel Limited	93,18,98,670 *	100.00	Nil	Nil	Nil	93,18,98,670 *	100.00	93,18,98,670*

\* Note : 70 shares held by Nominees

iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sl. No	Name of the Shareholder	Shareholding at the beginning of the year i.e as on 01.04.2018		Date wise Increase/(Decrease) in shareholding during the year			Cumulative Shareholding during the year		At the end of the year i.e as on 31.03.2019
		No. of shares	% of total shares of the Company	Date	No. of shares	Reason for increase/decrease	No. of shares	% of total shares of the Company	
1	-	-	-	-	-	-	-	-	-

v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sl. No.	Shareholding at the beginning of the year i.e as on 01.04.2018	Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company
	At the beginning of the year		
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/transfer/bonus / sweat equity etc)	Nil	
	At the End of the year		



**V. INDEBTEDNESS:**

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

	Amount in Rs.			
	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1246,41,28,901	-	-	1246,41,28,901
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	6,81,45,033	-	-	6,81,45,033
<b>Total (i+ii+iii)</b>	<b>1253,22,73,933</b>	<b>-</b>	<b>-</b>	<b>1253,22,73,933</b>
-				
• Addition	1,88,50,50,537	-	-	1,88,50,50,537
• Reduction	4,86,60,82,381	-	-	4,86,60,82,381
<b>Net Change</b>	<b>(-) 2,98,10,31,844</b>	<b>-</b>	<b>-</b>	<b>(-) 2,98,10,31,844</b>
Indebtedness at the end of the financial year				
i) Principal Amount	9,48,30,97,056	-	-	9,48,30,97,056
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	6,02,44,909	-	-	6,02,44,909
<b>Total (i+ii+iii)</b>	<b>9,54,33,41,965</b>	<b>-</b>	<b>-</b>	<b>9,54,33,41,965</b>

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

Amount in Rs.

Sl. No.	Particulars of Remuneration	Mr Prem Pushkar Varma (Whole-time Director)	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	89,73,832	89,73,832
	(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	-	-
	<b>Total (A)</b>	<b>89,73,832</b>	<b>89,73,832</b>
	Ceiling as per the Act		<b>13,70,76,787</b>



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**B. Remuneration to other Directors:**

Amount in Rs.

Sl. No.	Particulars of Remuneration	Mr Jugal Kishore Tandon	Ms Nayantara Palchoudhury	Total Amount
	1. Independent Directors			
	• Fee for attending board / committee meetings	2,00,000	1,80,000	3,80,000
	• Commission			
	• Others, please specify			
-	<b>Total (1)</b>	<b>2,00,000</b>	<b>1,80,000</b>	<b>3,80,000</b>
	2. Other Non-Executive Directors			
	• Fee for attending board / committee meetings	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	<b>Total (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total (B)=(1+2)</b>	<b>2,00,000</b>	<b>1,80,000</b>	<b>3,80,000</b>
	<b>Total Managerial Remuneration (excluding sitting fees) (A+B)</b>		<b>89,73,832</b>	
	<b>Overall Ceiling as per the Act</b>		<b>16,44,92,144</b>	

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD**

Amount in Rs.

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Mr Rajeev Jain (Company Secretary)	Mr Gautam Mitra (CFO) *	Mr Sudhir Yagnik (CFO) **	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	62,62,750.00	19,40,547.00	14,79,887.00	96,83,18
	(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	-	-	-	-
	<b>Total</b>	<b>62,62,750.00</b>	<b>19,40,547.00</b>	<b>14,79,887.00</b>	<b>96,83,184.00</b>

\* upto 30.04.2018

\*\* w.e.f 16.11.2018





**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

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

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## Annexure – F to Directors' Report

### Details pertaining to remuneration in terms of Section 197 (12) of the Companies Act, 2013 and rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2018-19 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19 are as under:

Sr. No.	Name of Director / KMP and Designation	Remuneration of Director/ KMP for financial year 2018-19 (Rs In crores)	% Increase in Remuneration in the Financial Year 2018-19	Ratio of remuneration of each Director to the median remuneration of employees
1.	Prem Pushkar Varma	0.92	NA	11:1
2.	Gautam Mitra (Chief Financial Officer) *	0.10	NA	NA
3.	Rajeev Kumar Jain (Company Secretary)	0.64	6.00%	NA
4.	Sudhir Yagnik (Chief Financial Officer) **	0.15	NA	NA

\* up to 30.04.2018.

\*\* w.e.f. 16.11.2019

# since the remuneration of these Directors is only for part of the year, the ratio of their remuneration to median is not comparable and hence increase in remuneration is not stated.

- (ii) The median remuneration of employees of the Company during the financial year was Rs. 8.25 lacs.
- (iii) In the Financial Year, there was an increase of 9.79 % in the median remuneration of employees.
- (iv) There were 204 permanent employees on the rolls of Company as on March 31, 2019 (Previous year ended 31st March, 2018; 212 Nos).
- (v) Average percentage increase made in the salaries of employees other than the managerial personnel in FY 2018-19 was 13.59 %.
- (vi) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.



(vii) Details of top ten employees in terms of remuneration drawn are as under:

Sl. No.	Name	Designation	Qualification	Total Experience (No. of years)	Age (years)	Remuneration (Rs. p.a.)	Date of commencement of employment	Previous employment (Designation)	% of equity shares held in the Company
1	Prem Pushkar Varma*	Whole-time Director (Head-Iron & Agglomeration)	B.Tech (Mechanical)	31	54	92,90,524	01-02-2018	JSW Steel Ltd. (Vice President)	-
2	Rajeev Kumar Jain	Company Secretary	BSc (Electronics), CS	26	53	63,76,757	01-04-2013	JSW Steel Ltd. (General Manager)	-
3	Rajendra Kumar Dekate	Deputy General Manager	BE (Chemical)	26	52	47,05,791	15-11-2013	Bhushan Steel Ltd. (Senior DGM)	-
4	Narasimha Nayak G	General Manager	BE (Mechanical), MBA (Operation)	24	45	42,90,484	10-02-2014	Essar Steel Ltd. (Senior DGM)	-
5	Ajit Karande	Asso. Vice President *	BE (Metallurgy), Diploma in Metallurgy,	32	57	38,89,251	01-12-2013	JSW Steel Ltd. (Asso. Vice President)	-
6	Mallineni Sukumar	General Manager	B.Tech (Chemical), M.Tech (Chemical)	30	53	39,49,880	08-10-2014	Bhushan Steel Ltd (General Manager)	-
7	Nilesh Kumar	Deputy General Manager	BSc, BE (Mechanical)	21	47	38,10,752	05-03-2014	Jindal Steel & power Ltd. (Senior Manager)	-
8	Ravindra M	Deputy General Manager	BE (Mechanical)	23	45	25,65,236	01-08-2014	JSW Steel Ltd. (DGM)	-
9	Avinash A Chavarkar	Deputy General Manager	BE (Mechanical)	22	43	25,51,136	01-01-2014	JSW Steel Ltd. (AGM)	-
10	Sanjay Tayade	Deputy General Manager	BE (Computer Engineer), MBA (Marketing)	26	51	25,16,317	01-06-2017	JSW Steel Ltd. (DGM)	-

\* For part of the year

- Remuneration shown above includes Salary, Performance Reward / Special Allowance, House Rent Allowance / Perquisite for Accommodation, Leave Travel Allowance, Medical Reimbursement, Perquisite for Car, Bonus, Variable Pay, Commission and Company's contribution to Provident Fund but does not include Leave Encashment and Company's contribution to Gratuity Fund. The monetary value of perquisites is calculated in accordance with the provisions of the Income-Tax Act, 1961 and Rules made thereunder.
- The employees mentioned above are not covered under Rule 5 (3) (viii) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- The nature of employment is contractual.
- The employees mentioned above are not a relative of any Director of the Company.



## **INDEPENDENT AUDITOR'S REPORT**

### **To The Members of Amba River Coke Limited Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying financial statements of **Amba River Coke Limited** (the "Company"), which comprise the Balance Sheet as at 31 March 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

#### **Basis for Opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.



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 as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Description of key audit matter	Auditors' response
<p><b>Recognition and recoverability of Government Grant</b></p> <p>In terms of the 'Package Scheme of Incentives 2007' of the Government of Maharashtra ("GOM") (the "PSI Scheme"), the Company is eligible for subsidy in the form of refund of state taxes (VAT) on sales made from its plants located at Dolvi, Maharashtra.</p> <p>The GOM, vide resolutions issued during the previous and current year, made certain amendments to modalities for sanction and disbursement of the refund of such taxes under the new GST regime.</p> <p>There is a risk that the benefit under the PSI Scheme may not be recoverable by the Company.</p> <p>[Refer Note 20 to the financial statements for government grant disclosures].</p>	<p>Our procedures on management's assessment of recognition and recoverability of the government grant under PSI Scheme included:</p> <ul style="list-style-type: none"> <li>- Evaluating the design and testing the operating effectiveness of the relevant controls over recognition and assessment of recoverability of the grant recognised under PSI Scheme</li> <li>- Evaluating the impact of notifications and resolutions issued by the GOM in relation to PSI Scheme under GST regime</li> <li>- Discussion with the Company's legal team, management and external legal counsel, as applicable, for their assessment of entitlement of benefits under PSI Scheme</li> <li>- Engaging our internal specialists to assess relevant historical and recent update passed by the relevant authorities to evaluate the appropriateness of the conclusion reached by the management;</li> </ul>

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

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

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



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

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

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

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

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

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

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



### **Auditor's Responsibility for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



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

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

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

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

1. As required by 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 Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 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 the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements;
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
2. 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.

**For DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/ W-100018)



**Samir R. Shah**  
Partner  
(Membership No. 101708)

Mumbai, 30 April 2019

**(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 **Amba River Coke Limited** ("the Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal financial 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.

**Auditor's Responsibility**

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



## **Deloitte Haskins & Sells LLP**

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to 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.



# **Deloitte Haskins & Sells LLP**

## **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 31 March, 2019, based on the internal financial 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.

**For DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/ W-100018)



**Samir R. Shah**  
Partner  
(Membership No. 101708)

Mumbai, 30 April 2019

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

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) The Company does not have any immovable properties of freehold or leasehold land and acquired building and hence reporting under paragraph 3(i) (c) of the Order is not applicable.
- (ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.
- (iii) The Company has not granted during the year loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
- (iv) In our Opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable. The Company has not granted any loans to director during the year and hence Section 185 of the Companies Act, 2013 is not applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit and hence reporting under paragraph 3 (v) of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and are of the opinion that, *prima facie*, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.



(vii) According to the information and explanations given to us, in respect of statutory dues:

- (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Goods & Services Tax Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Goods & Services Tax, Cess and other material statutory dues in arrears as at 31 March 2019 for a period of more than six months from the date they became payable.
- (c) Details of dues of Customs Duty which have not been deposited as on 31 March 2019 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where dispute is pending	Period(s) to which amount relates*	Amount unpaid (Rs. In crores)	Amount paid under protest (Rs. In crores)
The Customs Act, 1962	Custom Duty (including interest and penalty)	CESTAT	2014-15 to 2017-18	269.55	7.73

\*Period represents the earliest year to the latest year

There were no dues of Income Tax, Sales Tax, Service Tax, Goods & Services Tax, Value Added Tax and Excise Duty which have not been deposited as at 31 March 2019 on account of dispute.

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and dues to debenture holders. The Company has not taken any loans or borrowings from financial institutions and government.
- (ix) The Company has neither raised any moneys by way of initial public offer/further public offer (including debt instruments)/term loans nor were such proceeds pending to be applied, during the current year and hence reporting under paragraph 3(ix) of the order is not applicable.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) The Company is not a Nidhi Company and hence reporting under paragraph 3 (xii) of the Order is not applicable.



**Deloitte  
Haskins & Sells LLP**

- (xiii) In our Opinion and according to the information and explanations given to us, the Company is in compliance with section 177 and 188 of the Companies Act, 2013, where applicable, for all the transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under paragraph 3 (xiv) of Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with him. 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.

**For DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm Registration No. 117366W/ W-100018)



**Samir R. Shah**

Partner

(Membership No. 101708)

Mumbai, dated: 30 April 2019

AMBA RIVER COKE LIMITED

Balance sheet as at March 31, 2019

Rs. in crores

	Notes	As at March 31, 2019	As at March 31, 2018
<b>I ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	2	28.19	29.26
(b) Capital work-in-progress		17.04	9.73
<b>(c) Financial assets</b>			
(i) Investments	3	52.38	41.92
(ii) Finance lease receivables	4	2,019.80	2,116.00
(iii) Loans	5	-	64.02
(iv) Other financial assets	6	99.42	94.62
(d) Deferred tax assets (net)	36	-	7.02
(e) Other non-current assets	7	110.06	11.24
<b>Total non-current assets</b>		<b>2,326.89</b>	<b>2,373.81</b>
<b>Current assets</b>			
(a) Inventories	8	445.64	652.49
<b>(b) Financial assets</b>			
(i) Trade receivables	9	50.99	35.90
(ii) Cash and cash equivalents	10A	0.21	4.49
(iii) Bank balances other than (ii) above	10B	7.45	7.02
(iv) Finance lease receivables	4	100.18	88.03
(v) Loans	5	421.57	70.62
(vi) Other financial assets	6	171.91	414.07
(c) Other current assets	7	160.37	162.48
<b>Total current assets</b>		<b>1,358.32</b>	<b>1,435.10</b>
<b>TOTAL ASSETS</b>		<b>3,685.21</b>	<b>3,808.91</b>
<b>II EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	11	931.90	931.90
(b) Other equity	12	764.51	579.74
<b>Total equity</b>		<b>1,696.41</b>	<b>1,511.64</b>
<b>Non-current liabilities</b>			
<b>(a) Financial liabilities</b>			
(i) Borrowings	13	756.88	943.15
(b) Provisions	15	3.18	2.93
(c) Deferred tax liabilities(net)	36	33.66	-
(d) Other non-current liabilities	16	334.73	34.73
<b>Total non-current liabilities</b>		<b>1,128.45</b>	<b>980.81</b>
<b>Current liabilities</b>			
<b>(a) Financial liabilities</b>			
(i) Borrowings	17	1.61	1.59
(ii) Trade payables	18		
(A) total outstanding dues of micro enterprises and small enterprises		-	0.03
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		576.43	945.10
(iii) Other financial liabilities	14	252.21	334.47
(b) Other current liabilities	19	28.97	26.87
(c) Provisions	15	0.16	0.22
(d) Current tax liabilities (net)		0.97	8.18
<b>Total current liabilities</b>		<b>860.35</b>	<b>1,316.46</b>
<b>Total Liabilities</b>		<b>1,988.80</b>	<b>2,297.27</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>3,685.21</b>	<b>3,808.91</b>

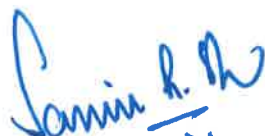
See accompanying notes to the financial statements

In terms of our report attached

For and on behalf of the Board of Directors

For Deloitte Haskins & Sells LLP

Chartered Accountants



Samir R. Shah  
Partner

Place: Mumbai  
Date : April 30, 2019

Pradeep Bhargava  
Director

  
Rajeev Jain  
Company Secretary

Prem Pushkar Varma  
Whole-time Director

  
Sudhir Yagnik  
Chief Financial Officer





AMBA RIVER COKE LIMITED

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

		Rs. in crores	
	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
I Revenue from operations	20	5,133.74	5,106.96
II Other income	21	19.65	18.10
<b>III Total income (I+II)</b>		<b>5,153.39</b>	<b>5,125.06</b>
<b>IV Expenses:</b>			
Cost of materials consumed		3,964.72	4,001.83
Purchases of traded goods		357.10	182.03
Changes in inventories of finished goods and work-in-progress	22	7.43	27.88
Excise duty expense		-	146.07
Employee benefits expense	23	27.40	26.05
Finance costs	24	178.61	184.76
Depreciation expense	2	1.36	1.71
Other expenses	25	343.54	292.83
<b>Total expenses</b>		<b>4,880.16</b>	<b>4,863.16</b>
<b>V Profit before tax (III - IV)</b>		<b>273.23</b>	<b>261.90</b>
<b>VI Tax expense :</b>	36		
Current tax		61.46	58.37
Deferred tax		35.36	34.75
<b>VII Profit for the year (V - VI)</b>		<b>176.41</b>	<b>168.78</b>
<b>VIII Other comprehensive income</b>			
<b>A (i) Items that will not be reclassified to profit or loss</b>			
(a) Re-measurements of defined benefit plans		0.20	0.28
(b) Equity instrument through other comprehensive income		(1.54)	5.81
<b>(ii) Income tax related to items that will not be reclassified to profit or loss</b>		<b>(0.07)</b>	<b>(0.10)</b>
<b>B (i) Items that will be reclassified to profit or loss</b>			
(a) The effective portion of gains and loss on hedging instruments in a cash flow hedge		13.63	0.51
(b) Changes in foreign currency monetary item translation difference account (FCMITDA)		1.39	3.22
<b>(ii) Income tax related to items that will be reclassified to profit or loss</b>		<b>(5.25)</b>	<b>(1.29)</b>
<b>Total other comprehensive income (A+B)</b>		<b>8.36</b>	<b>8.43</b>
<b>IX Total comprehensive income for the year( VII+VIII)</b>		<b>184.77</b>	<b>177.21</b>
<b>X Earnings per equity share of Re 10/- each</b>			
Basic	35	1.89	1.81
Diluted	35	1.89	1.81

See accompanying notes to the financial statements

In terms of our report attached

For Deloitte Haskins & Sells LLP

Chartered Accountants

For and on behalf of the Board of Directors



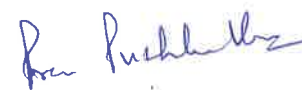
Samir R. Shah  
Partner

Place: Mumbai  
Date : April 30, 2019

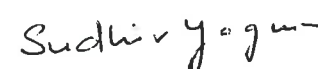


Pradeep Bhargava  
Director

Rajeev Jain  
Company Secretary



Prem Pushkar Varma  
Whole-time Director



Sudhir Yagnik  
Chief Financial Officer



	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Cash flow from operating activities</b>		
Net profit before tax	273.23	261.90
Adjustments for:		
Interest expense	178.61	184.76
Depreciation	1.36	1.71
Unrealised exchange loss/(gain)	1.87	12.68
Dividend income	-	(0.29)
Interest income	(17.80)	(12.97)
	164.04	185.89
<b>Operating profit before working capital changes</b>	<b>437.27</b>	<b>447.79</b>
Adjustments for :		
(Increase) / decrease in inventories	206.85	34.38
(Increase) /decrease in trade receivables	(15.09)	31.96
(Increase) /decrease in other financial assets, finance lease receivables and other assets	234.40	(246.23)
(Decrease)/ increase in trade payable and other liabilities	(15.02)	242.68
(Decrease)/ increase in provisions	0.39	0.20
	411.53	62.99
<b>Cash flow from operations</b>	<b>848.80</b>	<b>510.78</b>
Income taxes paid (including interest)	(68.67)	(48.31)
<b>Net cash generated from operating activities (A)</b>	<b>780.13</b>	<b>462.47</b>
<b>Cash flow from investing activities</b>		
Loan given	(300.00)	-
Payment for property ,plant & equipment including capital advances	(22.81)	(25.82)
Purchases of long term investments	(12.00)	-
Bank deposits/ Drawn not considered as cash and cash equivalents (net)	(0.43)	1.99
Repayment of loan	10.76	447.00
Interest received	14.86	-
Dividend received	-	0.29
<b>Net cash used in investing activities (B)</b>	<b>(309.62)</b>	<b>423.46</b>
<b>Cash flow from financing activities</b>		
Proceeds from borrowings	177.60	75.00
Repayment of borrowings	(475.70)	(773.39)
Proceeds from/ repayment of short-term borrowings (net)	0.02	0.22
Interest paid	(176.71)	(183.63)
<b>Net cash generated from / (used) in financing activities (C )</b>	<b>(474.79)</b>	<b>(881.80)</b>
<b>Net increase / (decrease) in cash and cash</b>	<b>(4.28)</b>	<b>4.13</b>
Cash and cash equivalents - opening balances	4.49	0.36
<b>Cash and cash equivalents - closing balances</b>	<b>0.21</b>	<b>4.49</b>

## Notes :

- I) The cash flow statement is prepared using the "indirect method" set out in Ind AS 7 "Statement of Cash Flows".
- II) Cash and cash equivalents presented in the statement of cash flows consist of cash on hand and unencumbered, highly liquid bank balances.
- III) Non-cash transaction: During the year the Company has made additions to the Property, plant and equipment of Rs. 3.99 crores (previous year Rs. 12.85 crores) specifically identified in an arrangement in the nature of lease with the holding Company.
- IV) The following table disclose below changes in liabilities arising from financing activities, including both cash and non-cash changes.


Particulars	As at 1st April 2018	Financing Cash Flows	Non-Cash Changes			As at 31st March 2019
			Foreign exchange rates	Fair Value Adjustment	Other Charges/ Loan	
Long term Borrowings Indus ind Bank	75.00	(75.00)	-	-	-	-
Long term Borrowings	1,164.60	(223.10)	-	-	2.69	944.19
Short term Borrowings	1.59	0.02	-	-	-	1.61
Interest accrued but not due on borrowings	6.81	(176.71)	-	-	175.92	6.02
<b>Total</b>	<b>1,248.00</b>	<b>(474.79)</b>	-	-	<b>178.61</b>	<b>951.82</b>

Particulars	As at 1st April 2017	Financing Cash Flows	Non-Cash Changes			As at 31st March 2018
			Foreign exchange rates	Fair Value Adjustment	Other Charges/ Loan	
Long term Borrowings Indus ind Bank	-	75.00	-	-	-	75.00
Long term Borrowings	1,365.11	(203.42)	0.66	-	2.25	1,164.60
Short term Borrowings	1.37	0.22	-	-	-	1.59
Other loan	-	(569.97)	-	-	569.97	-
Interest accrued but not due on borrowings	7.93	(183.63)	-	-	182.51	6.81
<b>Total</b>	<b>1,374.41</b>	<b>(881.80)</b>	<b>0.66</b>	-	<b>754.73</b>	<b>1,248.00</b>

See accompanying notes to the financial statements

In terms of our report attached  
For Deloitte Haskins & Sells LLP  
Chartered Accountants


For and on behalf of the Board of Directors

  
Samir R. Shah  
Partner

Place: Mumbai  
Date : April 30, 2019



Pradeep Bhargava  
Director  
  
Rajeev Jain  
Company Secretary

  
Prem Pushkar Varma  
Whole-time Director  
Sudhir Yagnik  
Chief Financial Officer

## Statement of changes in Equity for the year ended March 31, 2019

(a) Equity share capital	Rs. in crores			
	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the year	931,898,670	931.90	931,898,670	931.90
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the year	931,898,670	931.90	931,898,670	931.90

Particulars	Rs. in crores					
	Reserves and surplus		Items of other comprehensive income			Total
	Retained earnings	Foreign currency monetary item translation difference account	Remeasurements of the net defined benefit plans	Equity instruments through OCI	Cash flow hedge	
Opening balance as at April 1, 2017	425.37	(3.02)	(0.14)	(19.68)	-	402.53
Profit for the year	168.78	-	-	-	-	168.78
Other comprehensive income for the year, net of tax	-	2.11	0.18	5.81	0.33	8.43
Closing balance as at March 31, 2018	594.15	(0.91)	0.04	(13.87)	0.33	579.74
Profit for the year	176.41	-	-	-	-	176.41
Other comprehensive income for the year, net of tax	-	0.91	0.13	(1.54)	8.86	8.36
Closing balance as at March 31, 2019	770.56	-	0.17	(15.41)	9.19	764.51

## (C) Nature of reserves:

- (I) **Retained earnings:** Retained earnings are the profits that the Company has earned till date, less any transfers to reserves and dividend distributions to the shareholders.
- (II) **Cash flow hedge:** The cash flow hedge is the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The gains or losses arising thereon are transferred to the Statement of Profit and Loss on settlement.
- (III) **Foreign currency monetary item translation difference account:** Exchange differences on translation of long term foreign currency monetary items (other than depreciable assets) are transferred to foreign currency monetary item translation difference account and amortised over the balance life of such assets / liabilities.
- (IV) **Re-measurement of net defined benefit plans:** It includes impact of actuarial gains and losses on the funded obligation due to change in financial assumptions, change in demographic assumption, experience adjustments, etc. recognised through other comprehensive income.
- (V) **Equity instruments through OCI:** The Company has selected to recognise changes in the fair value of instruments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI equity investments reserve within equity. The Company will transfer amount from this reserve to retained earning when the relevant equity securities are derecognised.

See accompanying notes to the financial statements


In terms of our report attached  
For Deloitte Haskins & Sells LLP  
Chartered Accountants

For and on behalf of the Board of Directors



Samir R. Shah  
Partner

Place: Mumbai  
Date : April 30, 2019



Pradeep Bhargava  
Director



Rajeet Jain  
Company Secretary



Prem Pushkar Varma  
Whole-time Director



Sudhir Yagnik  
Chief Financial Officer



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2019

**1A. General Information**

Amba River Coke Limited ("the Company") is unlisted public company incorporated on 25 September 1997 under the Companies Act, 1956 with its registered office located at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra. Principal place of business of the Company is located at Dolvi, Maharashtra. The non-convertible debentures issued by the Company have been listed on Bombay Stock Exchange.

The Company is a wholly owned subsidiary of JSW Steel Limited. The main object of the Company is to manufacture coke and pellet from its facilities located at Dolvi and supply them to JSW Steel Limited (Parent) under the long-term supply arrangements.

**A. Applicability of new and revised Ind AS:**

**I. Amendments to Ind AS that are notified and adopted by the Company**

The Ministry of Corporate Affairs on 28 March 2018 vide the Companies (Indian Accounting Standards) Amendment Rules, 2018 (the "Rules") notified new revenue standard Ind AS 115, Revenue from Contracts with Customers, and other amendments to certain existing Ind AS effective from the period beginning on or after April 1, 2018.

- a. The Company has adopted Ind AS 115, with the date of initial application of April 1, 2018 following the cumulative effective method – i.e. by recognising the cumulative effect of initially applying Ind AS 115 as an adjustment to the opening balance of equity as at April 1, 2018. Therefore, the comparative information has not been restated and continues to be reported under erstwhile Ind AS 18 'Revenue Recognition' and Ind AS 11 'Construction contracts'.

Ind AS 115 modifies the determination of how much revenue to recognise, and when, and introduces a single principle based five-step model to be applied to all the contracts with the customers. Ind AS 115 replaces the separate models for goods, services and construction contracts currently included in Ind AS 18 'Revenue Recognition' and Ind AS 11 'Construction contracts'.

As per Ind AS 115, the Company recognises revenue when control over the promised goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods and services. In case of the Company, the timing for recognition of revenue under Ind AS 115 coincides with the revenue recognised as per Ind AS 18 following principle of transfer of risk and rewards of ownership in the goods upon its delivery to the customer. Accordingly, the adoption of Ind AS 115 has no material impact on the opening balance of equity as at April 1, 2018.

- b. The application of Appendix B, (Foreign Currency Transactions and Advance Considerations) to Ind AS 21, "The Effects of Changes in Foreign Exchange Rates" with effect from April 1, 2018 does not have any impact, as the Company used to determine the exchange rate of the date on which advance consideration in foreign currency been received or paid for the purpose of initial recognition of related asset, expense or income.

**II. New standard issued but not yet effective**

- a. Ind AS 116, Leases: On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e. the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the Statement of Profit and Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.



As a practical expedient, it is permitted to not apply this standard to contracts that were not previously identified as containing lease applying Ind AS 17.

The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 01, 2019. The standard permits two possible methods of transition:

- i. Full retrospective – Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- ii. Modified retrospective – Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application.

Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:

- i. Its carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application or
- ii. An amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application.

On completion of evaluation of the effect of adoption of Ind AS 116, the Company is proposing to use the 'Modified Retrospective Approach' for transitioning to Ind AS 116, and take the cumulative adjustment to retained earnings, on the date of initial application (April 1, 2019). Accordingly, comparatives for the year ended March 31, 2019 will not be retrospectively adjusted. The Company has elected certain available practical expedients on transition.

The impact upon adoption of Ind AS 116 is not expected to be material.

- b. Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments: On March 30, 2019, the Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments, which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates.

The effect on adoption of Ind AS 12 Appendix C is not expected to be material in the Financial Statements.

- c. Amendment to Ind AS 12 – Income taxes: On March 30, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, 'Income Taxes', in connection with accounting for dividend distribution taxes. The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

The amendment will be effective from April 01, 2019. The Company is currently evaluating the effect of this amendment on the financial statements.

- d. Amendment to Ind AS 19 – plan amendment, curtailment or settlement- On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements.

The amendments require an entity:

- i. to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and
- ii. to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.



The impact of adoption of this amendment is not expected to be material.

**B. Statement of compliance**

The financial statements of the Company which comprise the Balance Sheets as at 31st March, 2019, the Statement of Profit and Loss, the Statements of Cash Flows and the Statements of Changes in Equity for the year ended 31st March, 2019, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements") have been prepared in accordance with Indian Accounting Standards prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter ("Ind AS"), the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Financial Statements have been approved by the Board of Directors in its meeting held on April 30, 2019.

**C. Basis of preparation and presentation**

The Financial Statements are prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest crore, except otherwise indicated.

**1B. Significant Accounting policies**

**I. Revenue recognition**

Sale of goods

The Company recognises revenue when control over the promised goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods and services.

The Company recognises revenue generally at the point in time when the products are delivered to customer or when it is delivered to a carrier for export sale, which is the point of time when the control over product is transferred to the customer.

In contracts where freight is arranged by the Company and recovered from the customers, the same is treated as a separate performance obligation and revenue is recognised when such freight services are rendered.

Revenue is adjusted for variable consideration such as discounts, rebates, refunds, credits, price concessions, incentives, performance bonuses, or other similar items in a contract when they are highly probable to be provided.

The amount of revenue excludes any amount collected on behalf of third parties or government such as goods and service tax levied on sales.

Dividend and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.



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## II. Leasing

### Arrangements in the nature of lease

An arrangement comprising a transaction or series of related transactions that does not take the legal form of a lease but conveys the right to use the asset in return for a payment or series of payments is evaluated at its inception to assess whether fulfilment of the arrangement is dependent on the use of a specific asset or assets and whether it also conveys the right to use such asset or assets. In case of the arrangement which is identified to be in the nature of lease, the payments and other consideration under the arrangement are separated at the inception of the arrangement into those for lease and those for other elements.

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

### The Company as a lessor

Amount due from the lessees under finance leases are recognised as receivables at the amount of the Company's net investment in the leases. Lease receipts are apportioned between finance income and reduction of the revenue so as to achieve a constant rate of interest on the remaining balance of the finance lease receivable. Finance lease income is allocated to the accounting periods so as to reflect a constant periodic rate of return on the Company's net investment outstanding in respect of the leases.

### The Company as a lessee

Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments under an operating lease shall be recognised as an expense on a straight-line basis over the term of the relevant lease. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

## III. Foreign currencies

The functional currency of the Company is determined on the basis of the primary economic environment in which it operates. The functional currency of the Company is Indian National Rupee (INR).

The transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in Statement of Profit and Loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings;
- exchange differences on transactions entered into in order to hedge certain foreign currency risks (see below the policy on hedge accounting in XII (f)); and



- exchange difference arising on settlement / restatement of long-term foreign currency monetary items recognized in the financial statements for the year ended March 31, 2016 prepared under previous GAAP, are capitalized as a part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets. If such monetary items do not relate to acquisition of depreciable fixed assets, the exchange difference is amortised over the maturity period / upto the date of settlement of such monetary item, whichever is earlier and charged to the Statement of Profit and Loss. The un-amortised exchange difference is carried under other equity as "Foreign currency monetary item translation difference account" net of tax effect thereon, where applicable.

#### IV. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset.

The Company suspends capitalisation of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

#### V. Government grants

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate.

#### VI. Employee benefits

##### a. Short-term employee benefits:

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

##### b. Long term employee benefits:

Compensated absences which are not expected to be availed or encashed within twelve months after the end of the period in which the employee renders the related service are recognised as a liability as at the Balance Sheet date on the basis of actuarial valuation using projected unit credit method.

##### c. Retirement benefit costs and termination benefits

###### Defined contribution plans:

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions towards Provident Fund, Employee State Insurance and Pension Scheme. The Company's





contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the eligible employee renders the related service.

**Defined benefit plans:**

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/ superannuation. The gratuity is paid @ 15 days salary for the every completed year of service as per the Payment of Gratuity Act, 1972. The Company's liabilities towards gratuity and other post-employment benefit is determined on yearly basis using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services. Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income.

**VII. Taxation**

Income tax expense represents the sum of the tax currently payable and deferred tax. Income tax expense is recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

Current tax

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance Sheet date.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

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

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

**VIII. Property, plant and equipment**

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, import duties and other taxes (other than those subsequently recoverable from the tax authorities), directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning.



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Cost of major inspection/overhauling is recognised in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any remaining carrying amount of the cost of the previous inspection/overhauling (as distinct from physical parts) is de-recognised.

Properties in the course of construction are carried at cost, less any recognised impairment loss, as capital work in progress. Upon completion, such properties are transferred to the appropriate categories of property, plant and equipment and the depreciation commences.

Where an obligation (legal or constructive) exists to dismantle or remove an asset or restore a site to its former condition at the end of its useful life, the present value of the estimated cost of dismantling, removing or restoring the site is capitalized along with the cost of acquisition or construction upon completion and a corresponding liability is recognized.

Property, plant and equipment except freehold land held for use in the production, supply or administrative purposes, are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Freehold or Leasehold land is stated at historical cost, and not depreciated. Leasehold Land with an option in the lease deed to purchase on outright basis after a certain period at no additional cost, is not amortized.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss.

#### **Depreciation**

Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

Freehold land is not depreciated. Leasehold land is amortized over the period of the lease, except where Leasehold land is acquired by the Company, with an option in the lease deed, entitling the Company to purchase on outright basis after a certain period at no additional cost is not amortized.

Major overhaul costs are depreciated over the estimated life of the economic benefit derived from the overhaul. The carrying amount of the remaining previous overhaul cost is charged to the Statement of Profit and Loss if the next overhaul is undertaken earlier than the previously estimated life of the economic benefit.

The estimated useful lives, residual value and depreciation method are reviewed annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

#### **IX. Impairment of Property, plant and equipment**

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or



otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. 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 for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

Any reversal of the previously recognised impairment loss is limited to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

#### X. Inventories

Inventories are stated at the lower of cost and net realisable value. Costs of inventories are determined on weighted average basis.

Cost of raw materials includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost of finished goods and work in progress include cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

#### XI. Provisions, contingencies and commitments

Provisions are recognised when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A disclosure for contingent liabilities is made where there is-

- a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- b) a present obligation that arises from past events but is not recognized because:
  - i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - ii) the amount of the obligation cannot be measured with sufficient reliability.



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A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting period.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract.

## XII. Financial Instruments

Financial assets and financial liabilities are recognised when Company becomes a party to the contractual provisions of the instruments.

### (a) Financial assets:

#### (i) Initial recognition and measurement:

All financial assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

#### (ii) Subsequent measurement:

Financial assets carried at amortised cost - A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI) - A financial asset is measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL) - A financial asset which is not classified in any of the above categories are fair valued through profit or loss.

Financial assets, other than equity instruments, are subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of both:

- (a) the entity's business model for managing the financial assets and
- (b) the contractual cash flow characteristics of the financial asset.

### Equity Investments:

All equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

#### (iii) Impairment:

The Company recognises a loss allowance for Expected Credit Losses (ECL) on financial assets that are measured at amortised cost and at FVOCI. The credit loss is difference between all contractual cash flows that are due to an entity in accordance with the contract and all the cash flows that the entity expects to



receive (i.e. all cash shortfalls), discounted at the original effective interest rate. This is assessed on an individual or collective basis after considering all reasonable and supportable including that which is forward-looking.

The Company's trade receivables or contract revenue receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall, being simplified approach for recognition of impairment loss allowance.

Under simplified approach, the Company does not track changes in credit risk. Rather it recognizes impairment loss allowance based on the lifetime ECL at each reporting date right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables.

The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

For financial assets other than trade receivables, the Company recognises 12-months expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. If, in a subsequent period, credit quality of the instrument improves such that there is no longer significant increase in credit risks since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12 months ECL. The impairment losses and reversals are recognised in Statement of Profit and Loss. For equity instruments and financial assets measured at FVTPL, there is no requirement for impairment testing.

(iv) Derecognition:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in Statement of Profit and Loss if such gain or loss would have otherwise been recognised in Statement of Profit and Loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in Statement of Profit and Loss if such gain or loss would have otherwise been recognised in Statement of Profit and Loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is



allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

(b) Financial liabilities and equity instruments:

(i) Classification as debt or equity:

Debt and equity instruments issued by a Company entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

(ii) Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

(iii) Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans net of directly attributable cost. Fees of recurring nature are directly recognised in profit or loss as finance cost.

(iv) Subsequent measurement:

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(v) Derecognition:

Financial liabilities are derecognised when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in Statement of Profit and Loss.

(c) Derivative financial instruments:

The Company uses derivative financial instruments, such as forward foreign exchange contracts, to hedge its foreign currency risks.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in Statement of Profit and Loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.



(d) Offsetting of financial instruments:

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

(e) Fair value measurement:

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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

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

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

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

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

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

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

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

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

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

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

(f) Hedge accounting

The Company designates certain hedging instruments, which include derivatives in respect of foreign currency, as either cash flow hedge or fair value hedge. Hedges of foreign currency risk on firm commitments are accounted for as cash flow hedges.



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At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to hedged risk.

(i) Fair value hedges

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognized in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The change in the fair value of the designated portion of hedging instrument and the change in the hedged item attributable to hedged risk are recognized in profit or loss in the line item relating to the hedged item.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to profit or loss from that date.

(ii) Cash flow hedges

The effective portion of changes in fair value of derivatives that are designated and qualify as cash flow hedges is recognized in other comprehensive income and accumulated under the heading of cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Amounts previously recognised in other comprehensive income and accumulated in equity relating to effective portion as described above are reclassified to profit or loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains or losses are transferred from equity (but not as a reclassification adjustment) and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in profit or loss.

**6. Key sources of estimation uncertainty and critical accounting judgements**

In the course of applying the policies outlined in all notes under section D above, the Company is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future period, if the revision affects current and future period.



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1) Key sources of estimation uncertainty

i) Provisions and liabilities

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change. The amounts are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

ii) Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized.

iii) Fair value measurements

When the fair values of financial assets or financial liabilities recorded or disclosed in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility.

iv) Taxes

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

1C. Critical accounting judgement

Separating payments of lease from the other considerations

If an arrangement contains a lease, the parties to the arrangement shall apply the requirements of Ind AS 17 to the lease element. Therefore, the Company is required to separate the considerations under arrangement into those for the lease and for other elements.

Accordingly, the Company has in respect of its arrangements for Coke plant and Pellet Plant has recognized the finance lease receivable at an amount equal to the net investment in the lease by discounting aggregate of minimum lease payments and the estimated unguaranteed residual value, at the interest rate implicit in the lease. The total consideration for the period less payments attributed towards finance lease receivable and imputed finance income are regarded as consideration for elements other than lease.



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**Note 2**  
**Property, plant and equipment**

Particulars	Rs. in crores				
	Buildings	Furniture and fixtures	Vehicles	Office equipment	Total
<b>Cost / deemed cost</b>					
At April 01, 2017	30.61	0.67	1.22	0.49	32.99
Additions	-	0.01	0.20	0.14	0.35
Other adjustment	(0.32)	-	-	-	(0.32)
At March 31, 2018	30.29	0.68	1.42	0.63	33.02
Additions	-	0.29	-	-	0.29
At March 31, 2019	30.29	0.97	1.42	0.63	33.31
<b>Accumulated depreciation</b>					
At April 01, 2017	1.44	0.12	0.22	0.27	2.05
Depreciation expense	1.06	0.23	0.19	0.23	1.71
At March 31, 2018	2.50	0.35	0.41	0.50	3.76
Depreciation expense	1.06	0.08	0.18	0.04	1.36
At March 31, 2019	3.56	0.43	0.59	0.54	5.12
<b>Carrying Value</b>					
As at March 31, 2019	26.73	0.54	0.83	0.09	28.19
As at March 31, 2018	27.79	0.33	1.01	0.13	29.26
Useful Life of the assets (years)	30	5-10	8	3-10	-
Method of depreciation	SLM	SLM	SLM	SLM	-

Notes:  
a) Certain property plant and equipment are pledged against borrowings (Refer note 13 and 17).

**Note 3**  
**Investments (non-current)**

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
<b>Investment at fair value through other comprehensive income (fully paid)</b>		
<b>Quoted-Equity share</b>		
72,10,640 (PY 57,54,640) fully paid equity shares of Rs. 10/- each of JSW Energy Limited	52.35	41.89
<b>Investment at amortised cost (unquoted)</b>		
National Savings Certificates (Pledged with Deputy Director of Mines, Odisha)	0.03	0.03
<b>Total Investment carrying value</b>	<b>52.38</b>	<b>41.92</b>
<b>Quoted</b>		
Aggregate book value	52.35	41.89
Aggregate market value	52.35	41.89
<b>Unquoted</b>		
Aggregate carrying value	0.03	0.03

**Note 4**  
**Finance lease receivables**

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
Finance lease receivables (Refer note 28 and 34)	2,119.98	2,204.03
Less : Current portion of finance lease receivables	100.18	88.03
<b>Non-current portion of finance lease receivables</b>	<b>2,019.80</b>	<b>2,116.00</b>



**Note 5  
Loans**

Particulars	Rs. in crores			
	As at March 31, 2019		As at March 31, 2018	
	Non-current	Current	Non-current	Current
<b>Loans</b>				
to related parties (Refer note 34)#	-	404.94	52.84	58.81
to other body corporate	-	16.63	11.18	11.81
<b>Total</b>	-	<b>421.57</b>	<b>64.02</b>	<b>70.62</b>
Considered good, secured	-	-	-	-
Considered good, unsecured	-	421.57	64.02	70.62
Which have significant Increase in credit risk	-	-	-	-
Credit Impaired	-	-	-	-
# For business purpose				

**Note 6  
Other financial assets**

Particulars	Rs. in crores			
	As at March 31, 2019		As at March 31, 2018	
	Non-current	Current	Non-current	Current
Security deposits	3.61	2.99	1.91	102.69
Incentive receivables (Value added tax/ GST)	95.81	117.97	92.71	309.57
Other receivables	-	6.38	-	-
Foreign currency forward contract designated in hedge accounting relationship	-	-	-	1.30
Commodity forward contracts designated in hedge accounting relationship (refer note 29 (E))	-	44.57	-	0.51
<b>Total</b>	<b>99.42</b>	<b>171.91</b>	<b>94.62</b>	<b>414.07</b>

**Note 7  
Other assets**

Particulars	Rs. In crores			
	As at March 31, 2019		As at March 31, 2018	
	Non-current	Current	Non-current	Current
Capital advances	1.28	-	0.83	-
Indirect tax balances with government authorities	98.77	125.10	-	138.25
Prepayment and others	10.01	-	10.41	-
Advances to suppliers	-	29.26	-	17.29
Prepaid expenses	-	6.01	-	6.94
<b>Total</b>	<b>110.06</b>	<b>160.37</b>	<b>11.24</b>	<b>162.48</b>

**Note 8  
Inventories (at lower of cost and net realisable value)**

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
	Raw materials (Including stock in transit as at March 31, 2019: Rs. 148.22 crores, March 31, 2018 Rs. 181.50 crores)	392.06
Work-in-progress	6.83	7.62
Semi-finished/finished goods	2.89	9.53
Consumable stores and spares (Including stock in transit as at March 31, 2019: Rs. 2.82 crores, March 31, 2018 Rs. 1.40 crores)	43.86	30.77
<b>Total</b>	<b>445.64</b>	<b>652.49</b>

Inventories have been pledged as security against certain bank borrowing of the Company. (Refer note 17)



*(Handwritten mark)*

Particulars	Rs. In crores	
	For the year ended	For the year ended
	March 31, 2019	March 31, 2018
Cost of inventories recognised as expenses		
Cost of materials consumed	3,964.72	4,001.83
Purchase of traded goods	357.10	182.03
Changes in inventories of finished goods and work-in-progress	7.43	27.88
Stores and spares consumed	55.23	56.93
<b>Total</b>	<b>4,384.48</b>	<b>4,268.67</b>

**Note 9**

**Trade receivables(Refer note 34)**

Particulars	Rs. in crores	
	As at	As at
	March 31, 2019	March 31, 2018
Unsecured, considered good	50.99	35.90
<b>Total</b>	<b>50.99</b>	<b>35.90</b>
Considered good, secured	-	-
Considered good, unsecured	50.99	35.90
Which have significant increase in credit risk	-	-
Credit impaired	-	-

**Ageing of past due trade receivables**

Particulars	Rs. in crores	
	As at	As at
	March 31, 2019	March 31, 2018
31-90 days	-	0.02
91-180 days	-	-
<b>Total</b>	<b>-</b>	<b>0.02</b>

No trade or other receivable are due from directors or other officer of the Company either severally or jointly with any other person nor any trade or other receivable are due from firm or private Companies respectively in which any director is a partner, a director or a member.

The credit period on sales of goods ranges from 30 to 90 days generally without security. Trade receivables is mainly due from related parties. Interest on overdue trade receivable is generally levied at 9 - 10 % p.a. There has been no significant change in the credit quality of past due receivables.

The Company does not hold any collateral or other credit enhancements over these balances nor does it have a legal right of offset against any amounts owed by the Company to the counterparty.

Trade receivables have been given as collateral towards borrowings (refer note 17)

**Note 10A**

**Cash and cash equivalents**

Particulars	Rs. in crores	
	As at	As at
	March 31, 2019	March 31, 2018
Balance with banks in current accounts	0.20	0.26
Cash on hand	0.01	0.02
Cheque on hand	-	4.21
<b>Total</b>	<b>0.21</b>	<b>4.49</b>

**Note 10B**

**Bank balances other than cash and cash equivalents**

Particulars	Rs. in crores	
	As at	As at
	March 31, 2019	March 31, 2018
Earmarked balances		
Margin deposits	7.45	7.02
<b>Total</b>	<b>7.45</b>	<b>7.02</b>

Balance with bank held as margin money for security towards DSRA (Debt Service Reserve Account) with respect to facility availed from bank.



**Note 11**  
**Equity share capital**

Particulars	Rs. In crores	
	As at March 31, 2019	As at March 31, 2018
<b>(a) Authorised:</b>		
1,300,000,000 Equity share of par value of Rs 10 each	1,300.00	1,300.00
<b>TOTAL</b>	<b>1,300.00</b>	<b>1,300.00</b>
<b>(b) Issued, subscribed and paid up:</b>		
931,898,670 Equity shares of Rs. 10 each fully paid up	931.90	931.90
<b>TOTAL</b>	<b>931.90</b>	<b>931.90</b>
<b>(c) Reconciliation of equity shares outstanding at the beginning and end of the year:</b>		
<b>Equity share:</b>		
<b>Outstanding at the beginning of the year</b>		
Number of shares	931,898,670	931,898,670
Amount (Rs.in crores)	931.90	931.90
<b>Issued during the year</b>		
Number of shares	-	-
Amount (Rs.in crores)	-	-
<b>Outstanding at the end of the year</b>		
Number of shares	931,898,670	931,898,670
Amount (Rs.in crores)	931.90	931.90

**(d) Terms of / rights attached to equity shares**

The Company has a single class of equity shares. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**(e) Shareholders holding more than 5% shares in the Company is set out below:**

Equity share	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	%	No. of Shares	%
JSW Steel Limited (the holding company) and its nominees	931,898,670	100%	931,898,670	100%

**Note 12**  
**Other equity**

Particulars	Rs. In crores	
	As at March 31, 2019	As at March 31, 2018
Retained earnings	770.56	594.15
Effective portion of cash flow hedges	9.19	0.33
Foreign currency monetary item translation difference account (FCMITDA)	-	(0.91)
Remeasurements of the net defined benefit plans	0.17	0.04
Equity instruments through other comprehensive Income	(15.41)	(13.87)
<b>Total</b>	<b>764.51</b>	<b>579.74</b>



**Note 13**  
**Borrowings**

Particulars	Rs. in crores			
	As at		As at	
	March 31, 2019		March 31, 2018	
	Non-current	Current	Non-current	Current
<b>Secured</b>				
<b>Non-convertible debentures</b>				
8.75% Non-convertible debenture of Rs. 10 lacs each	180.00	-	180.00	-
8.65% Non-convertible debenture of Rs. 10 lacs each	120.00	-	120.00	-
<b>Term loans from banks</b>				
Rupee term loans	458.28	188.42	513.50	144.02
Foreign currency term loan	-	-	133.20	79.10
<b>Unsecured</b>				
Rupee term loan	-	-	-	75.00
Unamortized upfront fees on borrowings	(1.40)	(1.11)	(3.55)	(1.67)
<b>Total</b>	<b>756.88</b>	<b>187.31</b>	<b>943.15</b>	<b>296.45</b>

**(I) Details of security:**

A. The 8.75% NCDs aggregating to Rs. 180 crores are secured by way of first ranking charge on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of pellet project situated at Village JuiBapuji, Taluka Alibaug, District Raigad, Maharashtra.

B. The 8.65% NCDs aggregating to Rs. 120 crores are secured by way of first ranking charge on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of pellet project situated at Village JuiBapuji, Taluka Alibaug, District Raigad, Maharashtra.

C. Rupee term loans from banks are secured as under:

(i) Rupee term loan amounting to Rs. 346.69 crores (previous year 271.79 crores) is secured by first ranking charge / mortgage / collateral on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of coke oven project situated at Village JuiBapuji, Taluka Alibaug, District Raigad, Maharashtra.

(ii) Rupee term loan amounting to Rs. 300.01 crores (previous year Rs. 385.72 crores) is secured by first ranking charge / mortgage / security interest on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of pellet project situated at Village JuiBapuji, Taluka Alibaug, District Raigad, Maharashtra.

(iii) 304,373,882 equity shares of the Company held by JSW Steel Limited, holding Company are pledge against rupee term loan as disclosed under (i) and (ii) above aggregating to Rs. 646.70 crores (previous year Rs. 657.52 crores) .

D. Foreign currency term loan was secured by first ranking charge / mortgage on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of coke oven project situated at Village JuiBapuji, Taluka Alibaug, District Raigad, Maharashtra.

**(II) Terms of repayment:**

(i) Terms of redemption of Non-Convertible Debentures (NCDs) are as under:

- The 8.75% Secured NCDs of Rs. 1,000,000 each aggregating Rs. 180 crores is redeemable on 10-02-2022.
- The 8.65% Secured NCDs of Rs. 1,000,000 each aggregating Rs. 120 crores is redeemable on 12-05-2020.

(ii) Rupee term loan from banks of Rs. 646.70 crores is repayable as under:

- Rs. 300.01 crores is repayable in 14 quarterly instalments of Rs. 21.429 crores from 30.06.2019 to 30.9.2022.
- Rs. 308.09 crores is repayable in 12 quarterly instalment of Rs 25.675 from 30.06.2019 to 31.03.2022.
- Rs. 38.60 crores is repayable in 4 quarterly instalments of Rs. 9.65 crores from 30-06-2022 to 31-03-2023



*(Handwritten mark)*

**Note 14**  
**Other financial liabilities**

Particulars	Rs. In crores	
	As at	As at
	March 31, 2019	March 31, 2018
	Current	Current
Current maturities of long term borrowing (Refer note 13)	188.42	298.12
Unamortized upfront fees on borrowing	(1.11)	(1.67)
<b>Total</b>	<b>187.31</b>	<b>296.45</b>
Rent and other deposits	0.07	0.17
Retention money for capital projects	10.19	19.55
Payables for capital projects Other than acceptance	10.08	11.49
Interest accrued but not due on borrowings	6.02	6.81
Commodity forward contracts designated in hedge accounting relationship	30.42	-
Foreign currency forward contracts designated in hedge accounting relationship	8.12	-
<b>Total</b>	<b>252.21</b>	<b>334.47</b>

**Note 15**  
**Provisions**

Particulars	Rs. In crores			
	As at		As at	
	March 31, 2019		March 31, 2018	
	Non-current	Current	Non-current	Current
Provision for gratuity (Refer note 33b(i)(a))	2.14	0.06	1.95	0.12
Provision for compensated absences	1.04	0.10	0.98	0.10
<b>Total</b>	<b>3.18</b>	<b>0.16</b>	<b>2.93</b>	<b>0.22</b>

**Note 16**  
**Other liabilities (non-current)**

Particulars	Rs. In crores	
	As at	As at
	March 31, 2019	March 31, 2018
Export obligation deferred income #	34.73	34.73
Advance from a customer (refer note 34)	300.00	-
<b>Total</b>	<b>334.73</b>	<b>34.73</b>

# Represents Government assistance in the form of duty benefit availed under export promotion capital goods (EPCG) scheme on purchase of property, plant & equipments accounted for as Government grant and recognised as Income upon fulfilment of corresponding export obligation (refer note 26 (B) (ii))

**Note 17**  
**Borrowings (current)**

Particulars	Rs. in crores	
	As at	As at
	March 31, 2019	March 31, 2018
Working capital loan from bank (secured)		
Rupee loan	1.61	1.59
<b>Total</b>	<b>1.61</b>	<b>1.59</b>

Working capital loan of Rs 1.61 crores (March 31, 2018: Rs 1.59 crores ) is secured by :

- pari passu first charge by way of hypothecation of stocks of raw materials, finished goods, work-in-progress, consumable stores and spares and book debts / receivables of the Company, both present and future.
- pari passu second charge on movable properties and immovable properties forming part of the fixed/blocked assets of the Company, both present and future.



**Note 18**  
**Trade payables**

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
Acceptances	185.34	163.61
Other than acceptances (refer note 27A)	391.09	781.52
<b>Total</b>	<b>576.43</b>	<b>945.13</b>
- Micro enterprises and small enterprises (refer note 27A)	-	0.03
- Other than micro enterprises and small enterprises	576.43	945.10

Acceptances include credit availed by the Company from banks for payment to suppliers for raw materials purchased by the Company. The arrangements are interest-bearing and are payable within one year.  
Other than acceptances payables are normally settled with 1 to 180 days payments terms.

**Note 19**  
**Other current liabilities**

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
Statutory liabilities	28.94	26.77
Other payables	0.03	0.10
<b>Total</b>	<b>28.97</b>	<b>26.87</b>

**Note 20**  
**Revenue from operations**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Sales of products (refer note 34)</b>		
Sale of manufactured goods	4,442.01	4,482.21
Sale of traded goods	361.04	185.98
<b>A</b>	<b>4,803.05</b>	<b>4,668.19</b>
<b>Other operating revenue</b>		
GST / VAT Incentive #	44.73	143.28
Interest on finance lease receivable	285.96	295.49
<b>B</b>	<b>330.69</b>	<b>438.77</b>
<b>Total</b>	<b>A+B 5,133.74</b>	<b>5,106.96</b>

# In terms of the 'Package Scheme of Incentives 2007' of the Government of Maharashtra, the Company is eligible for subsidy in the form of refund of state taxes (VAT) on sales made from its plants located at Dolvi, Maharashtra. The Government, vide its resolution dated December 20, 2018 on modalities for sanction and disbursement of the refund of such taxes under the new GST regime, excluded sales made to certain related parties from the ambit of the Scheme. Subsequently, vide government resolution dated March 8, 2019, it was clarified that sales to certain category of related parties are eligible to avail the subsidy in form of refund of State GST if finished product(s) of one unit is raw material / input to production process for the purchaser unit, and the purchaser unit carries out further value addition / processing, which amounts to 'manufacture' as defined in para 2(72) of the CGST Act, 2017. The transactions between the Company and its related parties fall under the aforesaid category. Accordingly, the Company has continued to recognize the subsidy aggregating to Rs. 44.73 crores for the year ended March 31, 2019. (Rs. 67.80 crore for the year ended March 31, 2018).

The Company has adopted Ind AS 115 with the date of initial application of April 01, 2018 by following the cumulative effective method. The application of Ind AS 115 did not have significant impact on the opening equity as at April 01, 2018 and on the Statement of Profit & Loss for the year ended March 31, 2019.

Particulars	Tonnes	Rs. in crores	Tonnes	Rs. in crores
	Quantity	Value	Quantity	Value
Coke	1,045,878	2,345.27	1,055,173	2,104.95
Pellet	2,656,464	1,791.84	3,418,530	2,215.18
Pellet conversion	1,367,721	188.20	761,485	104.78
Sale of traded goods	249,815	361.04	122,020	185.98
Others	-	116.70	-	57.30
<b>Total</b>	<b>5,319,878</b>	<b>4,803.05</b>	<b>5,357,208</b>	<b>4,668.19</b>





The Company has assessed and determined the following categories for disaggregation of revenue:

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Revenue from contracts with customer - Sale of products (including freight income)	4,803.05	4,668.19
Other operating revenue	-	-
<b>Total revenue from contracts with customers</b>	<b>4,803.05</b>	<b>4,668.19</b>
Within India	4,803.05	4,668.19
Outside India	-	-
<b>Total revenue from contracts with customers</b>	<b>4,803.05</b>	<b>4,668.19</b>
<b>Timing of revenue recognition</b>		
At a point in time	4,803.05	4,668.19
Over a period of time	-	-
<b>Total revenue from contracts with customers</b>	<b>4,803.05</b>	<b>4,668.19</b>

Revenue from operations for periods up to June 30, 2017 includes excise duty, which is discontinued effectively July 01, 2017 upon implementation of Goods and Service Tax (GST) in India. In accordance with 'Ind AS 115, Revenue', GST is not included in revenue from operation. In view of the aforesaid restructuring of indirect taxes, revenue from operation for the year ended March 31, 2019 are not comparable to the corresponding previous period.

Particulars	As at March 31, 2019	As at March 31, 2018
Trade receivables	50.99	35.90
Contract liabilities (Advance from a customer)	300.00	-

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.

Out of the total contract liabilities outstanding as on March 31, 2019 entire amount will be recognised as revenue from year beginning April 01, 2020.

Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price:

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Revenue as per contracted price	4,822.83	4,695.12
<b>Adjustments</b>		
Discount	19.78	26.93
<b>Revenue from contract with customers</b>	<b>4,803.05</b>	<b>4,668.19</b>

**Performance obligation**

The performance obligation is satisfied upon delivery of the goods and payment is generally due within 30 to 90 days from delivery.

**Note 21**

**Other income**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest income earned on financial assets that are not designated at FVTPL		
Interest income on overdue receivables	0.72	-
Other interest income (Refer Note 34)	18.43	17.31
Miscellaneous income	0.50	0.50
Dividend income from equity investments designated at FVTOCI	-	0.29
<b>Total</b>	<b>19.65</b>	<b>18.10</b>

**Note 22**

**Changes in inventories of semi finished / finished goods and work in progress**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Opening Stock :</b>		
Semi-finished/finished goods	9.53	40.09
Work-in-progress	7.62	7.61
<b>A</b>	<b>17.15</b>	<b>47.70</b>
<b>Closing Stock:</b>		
Semi-finished/finished goods	(2.89)	(9.53)
Work-in-progress	(6.83)	(7.62)
<b>B</b>	<b>(9.72)</b>	<b>(17.15)</b>
<b>C (A+B)</b>	<b>7.43</b>	<b>30.55</b>
<b>D</b>		<b>(2.67)</b>
<b>Total</b>	<b>7.43</b>	<b>27.88</b>

Excise duty on stock of finished goods (net)  
Total



**Note 23**

**Employee benefits expense**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Salaries and wages	22.44	21.74
Contribution to provident and other funds (Refer note 33 )	1.43	1.39
Staff welfare expenses	3.53	2.92
<b>Total</b>	<b>27.40</b>	<b>26.05</b>

**Note 24**

**Finance costs**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest:		
Borrowings	73.83	85.64
Non convertible debentures	26.31	26.27
Advance from customer and creditor (Refer note 34 )	38.73	53.37
Others	16.26	7.99
Other borrowing costs	23.48	11.49
<b>Total</b>	<b>178.61</b>	<b>184.76</b>

**Note 25**

**Other expenses**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Stores and spares consumed	55.23	56.93
Power and fuel	175.33	168.34
Rent	0.51	0.53
Repairs and maintenance		
Plant and equipment	46.54	42.66
Buildings	1.77	1.19
Insurance	1.76	1.38
Rates and taxes	3.35	1.95
Carriage and freight	1.72	0.02
Legal and professional fees	1.58	1.07
CSR expenditure*	4.51	2.83
Payment to auditors (refer note below)	0.75	1.31
Miscellaneous expenses	7.29	4.77
Net loss on foreign currency transactions and translation #	30.33	6.20
Loss on sale of fixed assets (net)	0.59	-
Amortisation of Foreign currency monetary item translation difference account	12.28	3.65
<b>Total</b>	<b>343.54</b>	<b>292.83</b>

**Note :**

**Auditor remuneration (excluding service tax/ GST):**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
As audit fees (including limited review)	0.66	0.84
For tax audit fees	0.05	0.05
For certification and other services	0.03	0.41
Out of pocket expenses	0.01	0.01
<b>Total</b>	<b>0.75</b>	<b>1.31</b>

# including loss on foreign currency forward contract designated in hedge accounting relationship Rs. 8.12 crore (March 31,2018 gain of Rs. 1.30 crore)

**\* Corporate social responsibility**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
(a) Gross amount required and spent by the Company during the year		
(i) On construction / acquisition of any asset	-	-
(ii) On purpose other than stated in (i) above	4.51	2.77
(b) Amount actually spent on CSR activities		
(i) On construction / acquisition of any asset	-	-
(ii) On purpose other than stated in (i) above	4.51	2.83
(c) Amount yet to be spent during the year		
(i) On construction / acquisition of any asset	-	-
(ii) On purpose other than stated in (i) above	-	-



AMBA RIVER COKE LIMITED  
Notes to the financial statements  
Note 26  
Contingent liabilities and commitments

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
<b>A Contingent liabilities</b>		
i <b>Guarantees</b>	13.23	9.89
ii <b>Disputed claims/levies (including interest, if any)</b>		
Custom duty	277.28	276.77
Service tax	-	4.31
Miscellaneous	1.22	0.74
<b>Total</b>	<b>278.50</b>	<b>281.82</b>

**Note :** The Company's management does not believe, based on currently available information, that the outcomes of the above matters will have a material adverse effect on the Company's financial position, though the outcomes could be material to the Company's operating results for any particular period, depending, in part, upon the operating results for such year. It is not practical for the Company to estimate the timings of cash flows, if any, in respect of the above.

**B Commitment**

i **Capital commitment**

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	6.51	6.66
------------------------------------------------------------------------------------------------------------------	------	------

ii **Other commitment**

The Company has imported capital goods under the export promotion capital goods scheme to utilise the benefit of a zero or concessional customs duty rate. These benefits are subject to future exports within the stipulated period. Such export obligation at year end aggregate as under.

Export promotion capital goods scheme (refer note 16)	689.54	648.40
-------------------------------------------------------	--------	--------

**Note:** The Company has, subsequent to the balance sheet date, filed an application with The Additional Director General of Foreign Trade (ADGFT) to consider exports made by JSW Steel Limited towards discharge of export obligation relating to imports made earlier by the Company under EPCG Scheme. The Company expects to get the positive approval so required in due course of time.

**Note 27**

**Additional information**

**A Disclosure pertaining to micro enterprises and small enterprises (as per information available with the Company)**

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
Principal amount outstanding as at end of year	-	0.03
Interest due on above and unpaid as at end of year	-	0.01
interest paid to suppliers	-	-
Payment made to suppliers beyond the appointment day during the year	-	-
Interest due and payable for the year of delay	-	-
Interest accrued and remaining unpaid as at end of year	-	-
Amount of further interest remaining due and payable in succeeding year	-	-

**B C.I.F. value of imports:**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Raw materials	2,297.87	1,429.54
Store and spare parts	8.87	8.33
Capital goods	0.10	8.25
<b>Total</b>	<b>2,306.84</b>	<b>1,446.12</b>

**C Expenditure in foreign currency**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest and finance charges	17.87	14.12
Ocean freight	19.56	29.26
FCMITDA expense	12.28	3.65
<b>Total</b>	<b>49.71</b>	<b>47.03</b>



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**AMBA RIVER COKE LIMITED****Notes to the financial statements****Note 28****Finance leases**

The Company has evaluated certain arrangements for sale of its products based on the facts and circumstances existing at the date of transition to Ind AS and have identified them to be in the nature of lease as the fulfilment of these arrangements depends upon specific assets identified in the respective arrangement and the Company has committed to sell substantially all the production capacity of the assets to the counter party. After separating lease payments from other elements in these arrangement, the Company has recognised finance lease receivable for plant and equipment given under finance lease (Refer note 4).

The minimum lease payments receivable and their present value as at March 31, 2019 in respect of aforesaid plant and equipment provided under the finance leases are as follows.

**Future minimum lease rental receivable under non-cancellable finance lease**

Particulars	Minimum lease payments		Present value of minimum lease payments	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Not later than one year	374.66	373.84	100.18	88.03
Later than one year and not later than five years	1,498.66	1,869.19	559.15	658.18
Later than five years	2,084.09	2,080.46	1,460.65	1,457.82
<b>Total</b>	<b>3,957.41</b>	<b>4,323.49</b>	<b>2,119.98</b>	<b>2,204.03</b>
Less: Unearned finance income	1,837.43	2,119.46		
<b>Present value of minimum lease payments</b>	<b>2,119.98</b>	<b>2,204.03</b>		

Unguaranteed residual values of assets given under finance leases as at March 31, 2019 are estimated at Rs. 976.76 Cores (as at March 31, 2018 Rs 976.76 Crore)

The interest rate inherent in the lease is fixed at the contract date for the entire lease term and an imputed finance income on the finance lease receivable is recognised using the interest rate implicit in the lease.

**Note 29****A. Financial risk management**

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowing, trade and other payables. The main purpose of these financial liabilities is to finance the company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables and cash and cash equivalents. The group also holds FVTOCI investments and enters into derivative transactions.

The Company has formulated and implemented a Risk Management Policy for evaluating business risks. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Company's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Company.

The risk management policies aims to mitigate the following risks arising from the financial instruments:

- Market risk
- Credit risk; and
- Liquidity risk

**B. Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. The Company is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates, commodity prices and interest rates.

The Company seeks to minimize the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the Board of Directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the Management on a continuous basis. The Company does not enter into or trade financial instruments, including derivatives for speculative purposes.



**C. Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in rupees with a mix of fixed and floating rates of interest. The Company has exposure to interest rate risk, arising principally on changes in base lending rate. The Company uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings.

The following table provides a break-up of the Company's fixed and floating rate borrowings:

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
<b>Borrowings</b>		
Fixed rate borrowings	300.00	375.00
Floating rate borrowings	648.31	871.41
<b>Total borrowings</b>	<b>948.31</b>	<b>1,246.41</b>
Less: upfront fees	2.51	5.22
<b>Total borrowings</b>	<b>945.80</b>	<b>1,241.19</b>

The sensitivity analyses below have been determined based on the exposure to interest rates for floating rate liabilities, assuming the amount of the corresponding liability outstanding at the year-end was outstanding for the whole year.

If interest rates had been 100 basis points higher / lower and all other variables were held constant, the Company's profit for the year ended 31 March 2019 would decrease / increase by Rs. 6.46 crores (for the year ended 31 March 2018: decrease / increase by Rs. 8.67 crores). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings

**D. Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.

The Company's functional currency is Indian Rupees (INR). The Company undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the costs of imports, primarily in relation to raw materials. The Company is exposed to exchange rate risk under its trade and debt portfolio.

Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Company's overall debt position in Rupee terms without the Company having incurred additional debt. In order to hedge exchange rate risk, the Company has a policy to hedge cash flows up to a specific tenure using forward exchange contracts . In respect of imports and other payables, the Company hedges its payables as when the exposure arises. Short term exposures are hedged progressively based on their maturity.



**AMBA RIVER COKE LIMITED**  
Notes to the financial statements

All hedging activities are carried out in accordance with the internal risk management policies as adopted by JSW Steel Limited, the parent company and in accordance with the applicable regulations where the Company operates.

The carrying amounts of the Company's monetary assets and monetary liabilities at the end of the reporting period are as follows:

Particulars	As at				As at				Rs. in crores
	March 31, 2019				March 31, 2018				
	EURO	USD	INR	Total	EURO	USD	INR	Total	
<b>Financial assets</b>									
Investments	-	-	52.38	52.38	-	-	41.92	41.92	
Finance lease receivable	-	-	2,119.98	2,119.98	-	-	2,204.03	2,204.03	
Other financial assets (including Derivative assets)	-	44.57	226.76	271.33	-	1.81	506.88	508.69	
Loan	-	-	421.57	421.57	-	-	134.64	134.64	
Trade receivables	-	-	50.99	50.99	-	-	35.90	35.90	
Cash and cash equivalents	-	-	0.21	0.21	-	-	4.49	4.49	
Bank balances other than cash and cash equivalents	-	-	7.45	7.45	-	-	7.02	7.02	
<b>Total financial assets</b>	-	44.57	2,879.34	2,923.91	-	1.81	2,934.88	2,936.69	
<b>Financial liabilities</b>									
Long term borrowings	-	-	944.19	944.19	-	212.30	1,027.30	1,239.60	
Short term borrowings	-	-	1.61	1.61	-	-	1.59	1.59	
Trade payables	0.18	362.54	213.71	576.43	0.01	482.94	462.19	945.13	
Other financial liabilities (including Derivative Liabilities)	0.50	38.85	25.55	64.90	5.52	0.82	31.68	38.02	
<b>Total financial liabilities</b>	0.68	401.38	1,185.07	1,587.13	5.53	696.06	1,522.76	2,224.34	

The following table details the Company's sensitivity to a 1% increase and decrease in the INR against the relevant foreign currencies net of hedge accounting impact. 1% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 1% change in foreign currency rates, with all other variables held constant. A positive number below indicates an increase in profit or equity where INR strengthens 1% against the relevant currency. For a 1% weakening of INR against the relevant currency, there would be a comparable impact on profit or equity, and the balances below would be negative.

Particulars	Rs. in crores			
	Increase		Decrease	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
<b>Payable</b>				
USD/INR	0.97	3.06	(0.97)	(3.06)

The Forward exchange contracts entered into by the Company and outstanding are as under:

As at	No. of Contracts	Type	US\$ equivalent Million	INR equivalent (Rs in crores)	MTM gain/(loss) (Rs in crores)
March 31, 2019	3	buy	37.66	260.49	(8.12)
March 31, 2018	4	buy	59.82	389.81	1.30

**Unhedged Currency Risk position:**

Particulars	As at March 31, 2019		As at March 31, 2018	
	US\$ equivalent Million	INR equivalent (Rs in crores)	US\$ equivalent Million	INR equivalent (Rs in crores)
<b>Amount receivable in foreign currency</b>				
Other financial assets	-	-	0.28	1.81
<b>Amount payable in foreign currency</b>				
Long term borrowings	-	-	32.76	121.30
Trade payables	14.78	102.22	14.32	93.14
Other financial liabilities	0.12	0.81	0.97	6.34



**E. Commodity price risk**

The Company's revenue is determined as per Coke purchase and Pellet purchase agreement between Amba River Coke Limited and JSW Steel Limited.

The Company is subjected to fluctuation in prices for the purchase of iron ore, coking coal and other raw material inputs. The Company purchased primarily all of its iron ore and coal requirement at prevailing market rates during the year ended 31 March 2019. Commodity hedging is used primarily as a risk management tool to secure the future cash flows in case of volatility by entering into commodity forward contracts.

Hedging commodity is based on its procurement schedule and price risk. Commodity hedging is undertaken as a risk offsetting exercise and depending upon market condition hedges, may extend beyond the financial year.

The following table details the Company's sensitivity to a 5% movement in the input price of iron ore and coking coal. The sensitivity analysis includes only 5% change in commodity prices for quantity sold or consumed during the year, with all other variable held constant. A positive number below indicates an increase in profit or equity where the commodity prices decrease by 5% and vice-versa.

Commodity	Rs. in crores			
	Increase for the year ended		Decrease for the year ended	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Iron ore fines	81.38	99.14	(81.38)	(99.14)
Coking Coal	113.54	97.55	(113.54)	(97.55)

As at	Nature	No. of Contracts	Commodity Name	Quantity (MT)	US\$ equivalent Million	INR equivalent (Rs in crores)	MTM (Rs in crores)
March 31, 2019	Assets	12	IRON ORE	375003	23.83	164.85	44.57
March 31, 2019	Liabilities	10	IRON ORE	375003	(25.90)	(179.15)	(30.42)
March 31, 2018	Assets	1	IRON ORE	10000	0.55	3.56	0.51

**F. Credit risk management**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Company's credit risk arises principally from the trade receivables, finance lease receivable, cash and cash equivalents and derivatives.

**Trade receivables:**

Customer credit risk is managed centrally by the Company and subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits defined in accordance with the assessment.

Trade receivables consist of dues from related parties. The outstanding trade receivables are regularly monitored and appropriate action is taken for collection of overdue receivables.

The history of trade receivables does not show any allowance for bad and doubtful debts and accordingly, the Company has not recognised any allowance for expected credit loss on its receivables.

**Finance lease receivable:**

The Company's centralised treasury function manages the financial risks relating to the business. The treasury function focusses on capital protection, liquidity and yield maximisation. Investments of surplus funds are made only in approved counterparties within credit limits assigned for each of the counterparty.

The Company enters into agreements, comprising a transaction or series of related transactions that does not take the legal form of a lease but conveys the right to use the assets in return for payment or series of payments. Finance lease receivable under such arrangements are secured against underlying property, plant and equipment and accordingly, no significant concentration of credit risk persist.

**Cash and cash equivalents, derivatives :**

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy. For derivative and financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies.

The Company's maximum exposure to the credit risk for the components of balance sheet as As at March 31, 2019 and March 31, 2018 is the carrying amounts mentioned in Note no. 9 (trade receivables) except for finance lease receivable and derivative financial instruments. The maximum exposure relating to finance lease receivable and financial derivative instruments is disclosed in Note no. 4 and 30 respectively.



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**AMBA RIVER COKE LIMITED**  
**Notes to the financial statements**

**G. Liquidity risk management**

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods and its non-derivative financial assets. The tables have been drawn up for the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

As at March 31, 2019	Rs. in crores			
	Less than 1 Year	1- 5 Year	More than 5 years	Total
<b>Financial assets</b>				
Non-current investment	-	-	52.38	52.38
Trade receivables	50.99	-	-	50.99
Cash and cash equivalents	0.21	-	-	0.21
Bank balances other than Cash and cash equivalents	7.73	-	-	7.73
Finance lease receivable	374.66	1,498.66	2,084.09	3,957.41
Loans	459.58	-	-	459.58
Other financial assets	171.91	95.81	3.61	271.33
<b>Total financial assets</b>	<b>1,065.08</b>	<b>1,594.47</b>	<b>2,140.08</b>	<b>4,799.63</b>
<b>Financial liabilities</b>				
<b>Borrowings</b>				
Long term borrowings#	187.31	756.88	-	944.19
Interest on borrowings	80.01	89.09	-	169.10
Short term borrowings	1.61	-	-	1.61
Trade payables	576.43	-	-	576.43
Other financial liabilities	64.90	-	-	64.90
<b>Total financial liabilities</b>	<b>910.26</b>	<b>845.97</b>	<b>-</b>	<b>1,756.23</b>

# Including current maturities of long-term debt

As at March 31, 2018	Rs. in crores			
	Less than 1 Year	1- 5 Year	More than 5 years	Total
<b>Financial assets</b>				
Non-current investment	-	-	41.92	41.92
Trade receivables	35.90	-	-	35.90
Cash and cash equivalents	4.49	-	-	4.49
Bank balances other than Cash and cash equivalents	7.58	-	-	7.58
Finance lease receivable	373.84	1,869.19	2,080.46	4,323.49
Loans	82.61	72.03	-	154.64
Other financial assets	414.07	92.71	1.91	508.69
<b>Total financial assets</b>	<b>918.49</b>	<b>2,033.93</b>	<b>2,124.29</b>	<b>5,076.71</b>
<b>Financial liabilities</b>				
<b>Borrowings</b>				
Long term borrowings#	296.45	943.15	-	1,239.60
Interest on borrowings	99.96	169.10	-	269.06
Short term borrowings	1.59	-	-	1.59
Trade payables	945.13	-	-	945.13
Other financial liabilities	38.02	-	-	38.02
<b>Total financial liabilities</b>	<b>1,381.15</b>	<b>1,112.25</b>	<b>-</b>	<b>2,493.40</b>

# Including current maturities of long-term debt

**Collateral**

The Company has pledged part of its trade receivables, and cash and cash equivalents in order to fulfil certain collateral requirements for the banking facilities extended to the Company. (Refer note 13,14 and 17)



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Particulars	Rs. in crores	
	As at March 31, 2019 Carrying amount	As at March 31, 2018 Carrying amount
<b>Financial assets</b>		
<b>Measured at amortised cost</b>		
Non-current investments	0.03	0.03
Other financial assets	226.76	506.88
Finance lease receivables	2,119.98	2,204.03
Loan	421.57	134.64
Trade receivables	50.99	35.90
Cash and cash equivalents	0.21	4.49
Bank balances other than Cash and cash equivalents	7.45	7.02
<b>Total financial assets at amortised cost (A)</b>	<b>2,826.99</b>	<b>2,892.99</b>
<b>Measured at fair value through profit and loss</b>		
Foreign currency forward contract designated in hedge accounting relationship	-	1.30
<b>Total financial assets at fair value through profit and loss (B)</b>	<b>-</b>	<b>1.30</b>
<b>Financial assets at fair value through other comprehensive income</b>		
Non-current investments	52.35	41.89
Commodity forward contracts designated in hedge accounting relationship	44.57	0.51
<b>Total financial assets at fair value through other comprehensive income (C)</b>	<b>96.92</b>	<b>42.40</b>
<b>Total financial assets (A) + (B) + (C)</b>	<b>2,923.91</b>	<b>2,936.69</b>
<b>Financial liabilities</b>		
<b>Measured at amortised cost</b>		
Long term borrowings #	944.19	1,239.60
Short term borrowings	1.61	1.59
Trade payables	576.43	945.13
Other financial liabilities	26.36	38.02
<b>Total financial liabilities at amortised cost (A)</b>	<b>1,548.59</b>	<b>2,224.34</b>
# Including current maturities of long-term debt		
<b>Measured at fair value through profit and loss</b>		
Foreign currency forward contracts designated in hedge accounting relationship	8.12	-
<b>Total financial liabilities at fair value through profit and loss (B)</b>	<b>8.12</b>	<b>-</b>
<b>Financial liabilities at fair value through other comprehensive income</b>		
Commodity forward contracts designated in hedge accounting relationship	30.42	-
<b>Total financial liabilities at fair value through other comprehensive income (C)</b>	<b>30.42</b>	<b>-</b>
<b>Total financial liabilities (A) + (B) + (C)</b>	<b>1,587.13</b>	<b>2,224.34</b>

**Note 31**

Fair value measurements

Particulars	Rs. in crores		Level	Valuation techniques and key input
	As at March 31, 2019	As at March 31, 2018		
<b>(A) Assets and liabilities measured at fair value</b>				
(a) Non-current investments in equity shares measured at FVTOCI	52.35	41.89	1	Quoted bid prices in an active market
(b) Forward contracts - Assets	-	1.30	2	Discounted cash flow. Future cash flows are estimated based on forward exchange rates and contract forward rates, discounted at a rate that reflects the credit risk of counterparties.
(c) Commodity forward contracts - Assets	44.57	0.51	2	Discounted cash flow. Future cash flows are estimated based on commodity price index and contract commodity rates, discounted at a rate that reflects the credit risk of counterparties.
(d) Forward contracts - Liability	8.12	-	2	Discounted cash flow. Future cash flows are estimated based on forward exchange rates and contract forward rates, discounted at a rate that reflects the credit risk of counterparties.
(e) Commodity forward contracts - Liabilities	30.42	-	2	Discounted cash flow. Future cash flows are estimated based on commodity price index and contract commodity rates, discounted at a rate that reflects the credit risk of counterparties.
<b>(B) Assets and liabilities for which fair value are disclosed</b>				
(a) Finance lease receivables	2,093.64	2,182.70	3	Generally accepted pricing model based on a discounted cash flows analysis, with most significant input being the discount rate.
(b) Borrowings	943.83	1,229.77	3	Discounted cash flow. Future cash flows are discounted at a rate that reflects market risks.

Financial assets and liabilities, other than detailed in the table above that are not measured at fair value but for which fair values are disclosed, the management consider that their carrying amounts approximate their fair values.



**AMBA RIVER COKE LIMITED****Notes to the financial statements****Note 32****Capital risk management**

The Company being in a capital intensive industry, its objective is to maintain a strong credit rating healthy capital ratios and establish a capital structure that would maximise the return to stakeholders through optimum mix of debt and equity.

The Company's capital requirement is mainly to fund its routine capital investment, repayment of principal and interest on its borrowings. The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the capital markets. The Company is not subject to any externally imposed capital requirements.

The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and elongate the maturity of its debt portfolio, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents & bank balances other than cash and cash equivalents.

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
Long term borrowings including current maturities	944.19	1,239.60
Short term borrowings	1.61	1.59
<b>Total Debt</b>	<b>945.80</b>	<b>1,241.19</b>
Less - Cash and cash equivalents	(0.21)	(4.49)
Less - Bank balance other than cash and cash equivalents	(7.45)	(7.02)
<b>Net debt</b>	<b>938.14</b>	<b>1,229.68</b>
<b>Total equity</b>	<b>1,696.41</b>	<b>1,511.64</b>
<b>Gearing ratio</b>	<b>0.55</b>	<b>0.81</b>

(i) Equity includes all capital and reserves of the Company that are managed as capital.

(ii) Debt is defined as long term borrowings and short term borrowings, as described in notes 13, 14 and 17.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2019 and 31 March 2018.



## Note 33

## Employee benefits

## a) Defined contribution plan:

The Company operates defined contribution retirement benefit plans for all qualifying employees through government administered fund. Company is required to contribute a specified percentage of payroll cost to the fund.

Company's contribution to provident fund and other funds for the year is Rs.1.43 crores for the year ended March 31, 2019 (for the year ended March 31, 2018: Rs. 1.39 crores) (included in note 23).

## b) Defined benefit plan:

## Gratuity

Under the Gratuity plan, the eligible employees are entitled to post-retirement benefit at the rate of 15 days salary for each year of service until the retirement age of 58, 60 and 62, without any payment ceiling. The vesting period for Gratuity as payable under The Payment of Gratuity Act is 5 years.

Under the compensated absences plan, leave encashment is payable to all eligible employees on separation from the Company due to death, retirement, superannuation or resignation. at the rate of daily salary, as per the accumulation of leave days.

The plans in India typically expose the Company to actuarial risks such as: Interest risk, Salary risk, Asset Liability Matching risk and Mortality risk.

**Interest risk** A fall in the discount rate which is linked to the Government Security rate will increase the present value of the liability requiring higher provision.

**Salary risk** The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

**Asset liability Matching risk** The plan faces the ALM risk as to the matching cash flow. Company has to manage payout based on pay as you go basis from own funds.

**Mortality risk** Since the benefits under the plan is not payable for lifetime and payable till retirement age only, plan doesn't not have any longevity risk.

No other post-retirement benefits are provided to employees.

The most recent actuarial valuation of the present value of the defined benefit obligation were carried out at March 31, 2019 by M/s. K. A. Pandit, Consultants & Actuaries. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

The gratuity liability is not funded and the same is accounted for based on third party actuarial valuation. The following table sets out the unfunded status of the defined benefit scheme and the amount recognised in the financial statement.

## (i) Gratuity (non funded):

## a. Liability recognized in the Balance Sheet

	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
<b>Present value of obligation</b>		
Opening balance	2.07	2.07
Service cost	0.25	0.25
Interest cost	0.16	0.16
Actuarial( gain) /loss on obligation arising from:		
Benefits paid	(0.09)	(0.13)
<b>Closing balance (Refer note15 )</b>	<b>2.20</b>	<b>2.07</b>

## b. Expenses during the year

	Rs. in crores	
	For the Period ended March 31, 2019	For the Period ended March 31, 2018
Service cost	0.25	0.25
Interest cost	0.16	0.16
<b>Component of defined benefit cost recognized in statement of profit and loss (a) (Refer note23)</b>	<b>0.41</b>	<b>0.41</b>
Actuarial (gain)/loss on defined benefit obligation	(0.20)	(0.28)
<b>Component of defined benefit cost recognized in other comprehensive income (b)</b>	<b>(0.20)</b>	<b>(0.28)</b>
<b>Total (a +b)</b>	<b>0.21</b>	<b>0.13</b>

## c. Plan assets

Since gratuity plan is non-funded, hence figures in respect of plan assets are NIL.

d. In assessing the Company's post retirement liabilities, the Company monitors mortality assumption and uses up-to-date mortality tables, the base being the Indian assured lives mortality (2006-2008) ultimate.



AMBA RIVER COKE LIMITED

Notes to the financial statements

Note 33 (continued)

e. The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

f. The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

g. Principal actuarial assumptions

	As at	As at
	March 31, 2019	March 31, 2018
Discount rate	7.79%	7.86%
Expected rate(s) of salary increase	6.00%	6.00%
Attrition rate	2.00%	2.00%
Mortality rate during employment	Indian assured lives mortality (2006-2008)	

h. Sensitivity analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

	Rs. In crores			
	As at		As at	
	March 31, 2019		March 31, 2018	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	0.23	0.28	(0.19)	0.23
Future salary growth (1% movement)	0.28	(0.24)	0.23	(0.20)
Rate of employee turnover (1% movement)	0.05	(0.05)	0.03	(0.04)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation recognised in the balance sheet.

i. Maturity analysis of projected benefit obligation.

Particulars	Rs. In crores			
	Less than a year	Between 2 to 5 years	Over 5 years	Total
As at March 31, 2019				
Defined benefit obligation	0.06	0.36	6.41	6.83
As at March 31, 2018				
Defined benefit obligation	0.12	0.54	5.26	5.92

c) Compensated absences

Assumptions used in accounting for compensated absences

Particulars	As at	As at
	March 31, 2019	March 31, 2018
Present value of unfunded obligation (Rs. in crores)	1.14	1.08
Expense recognised in Statement of Profit and Loss (Rs. in crores)	0.06	0.06
Discount rate (p.a.)	7.79%	7.86%
Salary escalation rate (p.a.)	6.00%	6.00%



- AMBA RIVER COKE LIMITED

Notes to the financial statements

Note 34

Related party disclosures

A. Relationships

1 Holding company

JSW Steel Limited

2 Fellow subsidiaries

JSW Steel Coated Products Limited

JSW Steel (Salav) Limited

3 Key management personnel (KMP)

Mr. Ajit Karande (Whole-time director) (ceased w.e.f. 01.02.2018)

Mr. Gautam Mitra (Chief financial officer) (ceased w.e.f. 01.05.2018)

Mr. Rajeev Jain (Company secretary)

Mrs. Nayantara Palchoudhuri

Mr. Jugal Kishore Tandon

Mr. Pradeep Bhargava

Mr. Prem Pushkar Varma (Whole-time director) (w.e.f. 01.02.2018)

Mr. Ashok Kumar Aggarwal

Mr. Sudhir Yagnik (Chief financial officer) (w.e.f. 15.11.2018)

4 Other related parties

(Enterprises over which Key Management Personnel of the company or the holding company and relatives of such personnel exercise significant influence)

JSW Cement Limited

Jindal Steel & Power Limited

Jindal Saw Limited

JSW Severfield Structures Limited

JSW Energy Limited

Jindal Stainless Limited

JSW International Tradecorp Pte. Limited

Dolvi Mineral and Metals Private Limited

Dolvi Coke Projects Limited

Epsilon Carbon Private Limited (AVH Private Limited)

JSW Jaigarh Port Limited

JSW Green Energy Limited

JSW Techno Projects Management Limited

JSW Foundation

JSW IPholding Private Limited

JSW Dharamtar Port Private Limited

JSW Infrastructure Limited

JSW Project Limited

Monet Ispat & Energy Limited



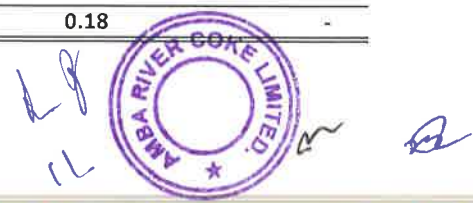
## B. Transactions with related parties

Sr. No.	Nature of transactions /relationship	Rs. in crores	
		For the year ended March 31, 2019	For the year ended March 31, 2018
1	<b>A. Purchase of goods/ power &amp; fuel</b>		
	<b>Holding company</b>		
	JSW Steel Limited	438.71	1,282.61
	<b>Fellow subsidiaries</b>		
	JSW Steel (Salav) Limited	38.90	31.65
	JSW Steel Coated Products Limited	-	0.41
	<b>Other related parties</b>		
	JSW International Tradecorp Pte. Limited	2,056.98	1,589.30
	JSW Cement Limited	0.23	0.06
	Jindal Steel & Power Limited	0.69	0.61
	Dolvi Mineral and Metals Private Limited	12.58	14.82
	JSW Energy Limited	149.01	126.66
	<b>B. Purchase of services</b>		
	<b>Fellow subsidiaries</b>		
	JSW Steel (Salav) Limited	4.48	8.03
	<b>Other related parties</b>		
	JSW Dharamtar Port Private Limited	59.17	70.94
	JSW Jaigarh Port Limited	102.99	96.60
	<b>Total</b>	<b>2,863.74</b>	<b>3,221.69</b>
2	<b>Sales of goods</b>		
	<b>Holding company</b>		
	JSW Steel Limited	4,430.22	4,359.82
	<b>Fellow subsidiaries</b>		
	JSW Steel (Salav) Limited	541.54	522.77
	<b>Other related parties</b>		
	JSW Cement Limited	7.93	0.16
	Epsilon Carbon Private Limited (AVH Private Limited)	104.85	53.68
	Dolvi Coke Projects Limited	9.14	2.15
	<b>Total</b>	<b>5,093.68</b>	<b>4,938.58</b>
3	<b>Finance lease income</b>		
	<b>Holding company</b>		
	JSW Steel Limited	285.96	295.49
	<b>Total</b>	<b>285.96</b>	<b>295.49</b>
4	<b>Compensation to</b>		
	<b>Key management personnel (KMP)*</b>		
	Ajit Karande (Whole-time director)	-	0.64
	Prem Pushkar Varma (Whole-time director)	0.92	0.14
	Sudhir Yagnik (Chief financial officer)	0.21	-
	Gautam Mitra (Chief financial officer)	0.12	0.45
	Rajeev Jain (Company secretary)	0.65	0.61
	<b>Total</b>	<b>1.90</b>	<b>1.84</b>
5	<b>Sitting fees</b>		
	<b>Key management personnel (KMP)</b>		
	Nayantara Palchoudhuri	0.02	0.01
	Jugal Kishore Tandon	0.02	0.02
	<b>Total</b>	<b>0.04</b>	<b>0.03</b>



## B. Transactions with related parties

Sr. No.	Nature of transactions /relationship	Rs. in crores	
		For the year ended March 31, 2019	For the year ended March 31, 2018
6	<b>Expenses incurred on behalf of the Company</b>		
	<b>Holding company</b>		
	JSW Steel Limited	0.78	21.92
	<b>Total</b>	<b>0.78</b>	<b>21.92</b>
7	<b>Reimbursement of expenses incurred by the Company</b>		
	<b>Other related parties</b>		
	Dolvi Coke Projects Limited	0.03	0.45
	Monet Ispat & Energy Limited	0.21	-
	Dolvi Minerals & Metals Private Limited	0.11	-
	<b>Total</b>	<b>0.35</b>	<b>0.45</b>
8	<b>Other income</b>		
	<b>Holding company</b>		
	JSW Steel Limited	-	1.38
	<b>Fellow subsidiaries</b>		
	JSW Steel (Salav) Limited	0.85	0.09
	<b>Other related parties</b>		
	Dolvi Coke Projects Limited	5.84	3.05
	JSW Techno Projects Management Limited	9.69	12.26
	JSW Projects Limited	0.25	-
	<b>Total</b>	<b>16.63</b>	<b>16.78</b>
9	<b>Interest expense</b>		
	<b>Holding company</b>		
	JSW Steel Limited	38.73	54.76
	<b>Total</b>	<b>38.73</b>	<b>54.76</b>
10	<b>Other expenses</b>		
	<b>Other related parties</b>		
	JSW Green Energy Limited	6.67	5.23
	JSW IP Holdings Private limited	0.17	0.07
	JSW Foundation	1.87	-
	<b>Total</b>	<b>8.72</b>	<b>5.30</b>
11	<b>Commission paid</b>		
	<b>Holding company</b>		
	JSW Steel Limited	3.67	3.35
	<b>Total</b>	<b>3.67</b>	<b>3.35</b>
12	<b>Security deposit paid</b>		
	<b>Other related parties</b>		
	Dolvi Coke Projects Limited	-	100.00
	<b>Total</b>	<b>-</b>	<b>100.00</b>
13	<b>Loan given received back</b>		
	<b>Other related parties</b>		
	JSW Techno Projects Management Limited	4.61	447.00
	<b>Total</b>	<b>4.61</b>	<b>447.00</b>
14	<b>Advance received back</b>		
	<b>Other related parties</b>		
	Dolvi Mineral and Metals Private Limited	0.18	-
	<b>Total</b>	<b>0.18</b>	<b>-</b>



AMBA RIVER COKE LIMITED

Notes to the financial statements

B. Transactions with related parties

Sr. No.	Nature of transactions /relationship	Rs. in crores	
		For the year ended March 31, 2019	For the year ended March 31, 2018
15	<b>Security deposit received back</b>		
	<b>Other related parties</b>		
	Dolvi Coke Projects Limited	100.00	-
	<b>Total</b>	<b>100.00</b>	<b>-</b>
16	<b>Security deposit given</b>		
	<b>Other related parties</b>		
	JSW IP Holdings Private Limited	0.01	-
	<b>Total</b>	<b>0.01</b>	<b>-</b>
17	<b>Loan given</b>		
	<b>Other related parties</b>		
	JSW Projects Limited	300.00	-
	<b>Total</b>	<b>300.00</b>	<b>-</b>
18	<b>Advance received from a customer</b>		
	<b>Holding company</b>		
	JSW Steel Limited	300.00	-
	<b>Total</b>	<b>300.00</b>	<b>-</b>



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AMBA RIVER COKE LIMITED  
Notes to the financial statements  
Note 34  
C. Related party balances

		Rs. in crores	
Sr. No.	Closing balances of related parties	As at March 31, 2019	As at March 31, 2018
1	<b>Security deposits / advance given</b>		
	<b>Holding company</b>		
	JSW Steel Limited	1.63	1.47
	<b>Other related parties</b>		
	Jindal Saw Limited	0.04	0.04
	Jindal Stainless Limited	-	0.01
	JSW Infrastructure Limited	0.29	-
	Jindal Steel & Power Limited	-	0.12
	JSW Jaigarh Port Limited	2.30	2.30
	Dolvi Mineral and Metals Private Limited	-	0.19
	JSW IPholding Private Limited	0.01	-
	Dolvi Coke Projects Limited	-	102.74
	<b>Total</b>	<b>4.27</b>	<b>106.87</b>
2	<b>Trade payables</b>		
	<b>Holding company</b>		
	JSW Steel Limited	142.29	294.64
	<b>Fellow subsidiaries</b>		
	JSW Steel Coated Products Limited	0.01	0.01
	<b>Other related parties</b>		
	JSW Energy Limited	13.91	13.42
	JSW Severfield Structures Limited	0.01	0.01
	JSW International Tradecorp Pte. Limited	157.02	290.03
	JSW Jaigarh Port Limited	6.73	13.49
	JSW Dharamtar Port Private Limited	4.70	13.91
	Jindal Steel & Power Limited	0.56	-
	Dolvi Mineral and Metals Private Limited	12.47	-
	JSW IP Holdings Private Limited	-	0.07
	<b>Total</b>	<b>337.70</b>	<b>625.58</b>
3	<b>Trade receivables</b>		
	<b>Holding company</b>		
	JSW Steel Limited	-	28.00
	<b>Fellow subsidiaries</b>		
	JSW Steel (Salav) Limited	39.36	-
	<b>Other related parties</b>		
	Epsilon Carbon Private Limited (AVH Private Limited)	8.81	5.69
	Dolvi Coke Projects Limited	-	2.15
	JSW Cement Limited	2.82	0.06
	<b>Total</b>	<b>50.99</b>	<b>35.90</b>



12

AMBA RIVER COKE LIMITED  
Notes to the financial statements  
Note 34  
C. Related party balances

Sr. No.	Closing balances of related parties	Rs. in crores	
		As at March 31, 2019	As at March 31, 2018
4	<b>Corporate guarantees on behalf of the company given by the Holding company</b>		
	JSW Steel Limited	102.12	102.12
	<b>Total</b>	<b>102.12</b>	<b>102.12</b>
5	<b>Finance lease receivable</b>		
	<b>Holding company</b>		
	JSW Steel Limited	2,119.98	2,204.03
	<b>Total</b>	<b>2,119.98</b>	<b>2,204.03</b>
6	<b>Loan given</b>		
	<b>Other related parties</b>		
	JSW Techno Projects Management Limited	104.72	111.65
	JSW Projects Limited	300.22	-
	<b>Total</b>	<b>404.94</b>	<b>111.65</b>
7	<b>Other receivables</b>		
	<b>Fellow subsidiaries</b>		
	JSW Steel (Salav) Limited	-	4.91
	Monet Ispat & Energy limited	0.21	-
	<b>Total</b>	<b>0.21</b>	<b>4.91</b>
8	<b>Other payables</b>		
	<b>Holding company</b>		
	JSW Steel Limited	-	58.94
	<b>Other related parties</b>		
	Dolvi Coke Projects Limited	0.01	-
	JSW Foundation	0.67	-
	<b>Total</b>	<b>0.68</b>	<b>58.94</b>
9	<b>Advance from customer</b>		
	<b>Holding company</b>		
	JSW Steel Limited	300.00	-
	<b>Total</b>	<b>300.00</b>	<b>-</b>

**D. Terms and conditions**

**Sale :**

The sales to related parties are in the ordinary course of business. Sale transactions are based on prevailing market price/ long- term arrangements signed with related parties. For the year ended March 31, 2019, the Company has not recorded any loss allowances for trade receivables from related parties.

**Purchases :**

The purchases from related parties are in the ordinary course of business as per agreed commercial terms.

\* Compensation to key managerial person represent short term employee benefits accrued to them. The future liability for gratuity is provided on an actuarial basis for the Company as a whole, hence the amount pertaining to individual is not ascertainable and therefore not included above.



AMBA RIVER COKE LIMITED  
Notes to the financial statements  
Note 35  
Earnings per share (EPS)

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Profit attributable to Equity share holders (A)	176.41	168.78
Weighted average number of Equity shareholders for basic and diluted EPS (B) (In Nos.)	931,898,670	931,898,670
Basic and diluted EPS (Amount in Rs.) (A/B)	1.89	1.81

**Note 36**

**Income taxes**

Indian companies are subject to Indian income tax on a standalone basis. Each entity is assessed to tax on taxable profits determined for each fiscal year beginning on April 1 and ending on March 31. For each fiscal year, the respective entities' profit or loss is subject to the higher of the regular income tax payable or the minimum alternative tax ("MAT").

Statutory income taxes are assessed based on book profits prepared under generally accepted accounting principles in India adjusted in accordance with the provisions of the (Indian) Income tax Act, 1961. Such adjustments generally relate to depreciation of fixed assets, disallowances of certain provisions and accruals, the use of tax losses and depreciation carried forward and retirement benefit costs. Statutory income tax is charged at 34.944%. MAT is assessed on book profits adjusted for certain items as compared to the adjustments followed for assessing regular income tax under normal provisions. MAT for the fiscal year 2018-19 is 22.50%. MAT paid in excess of regular income tax during a year can be set off against regular income taxes within a period of fifteen years succeeding the year in which MAT credit arises subject to the limits prescribed.

(a) **Income tax expense/ (benefits)**

Particulars	Rs. in crores	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Current tax :</b>		
Current tax (MAT)	61.46	58.37
<b>Deferred tax :</b>		
Deferred tax	96.82	93.12
MAT credit entitlement	(61.46)	(58.37)
<b>Total deferred tax</b>	<b>35.36</b>	<b>34.75</b>
<b>Total tax expense / (benefit)</b>	<b>96.82</b>	<b>93.12</b>

A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

Particulars	Rs. in crores	
	As at March 31, 2019	As at March 31, 2018
Profit before tax	273.23	261.90
Enacted tax rate in India	34.944%	34.608%
<b>Expected income tax expense at statutory tax rate</b>	<b>95.48</b>	<b>90.64</b>
Expense not deductible in determining taxable profits	1.45	1.16
Income exempt from taxation	-	(0.10)
Effect of differential tax rate on temporary differences	(0.11)	0.88
Others	-	0.54
<b>Tax expense for the year</b>	<b>96.82</b>	<b>93.12</b>
<b>Effective income tax rate</b>	<b>35.43%</b>	<b>35.56%</b>



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**AMBA RIVER COKE LIMITED**  
**Notes to the financial statements**  
**Deferred tax assets / liabilities**

Significant components of deferred tax assets/ (liabilities) recognised in the financial statements are as follows :

Deferred tax assets/ (liabilities) balance in relation to :	Rs. in crores			
	As at March 31, 2018	Recognised / (reversed) through profit and loss	Recognised in / reclassified from other comprehensive	As at March 31, 2019
Plant property and equipment	369.09	(51.36)	-	317.73
Carried forward business loss/ unabsorbed depreciation	235.95	(71.90)	-	164.05
Foreign currency monetary item translation difference account (FCMITDA)	10.16	(9.68)	(0.48)	-
Minimum alternative tax (MAT) credit	150.32	61.46	-	211.78
Expense deductible on payment basis	1.10	0.07	-	1.17
Finance lease receivable	(770.18)	29.37	-	(740.81)
Financial assets- Indirect tax balances/recoverable/credits	-	4.30	-	4.30
Others	10.58	2.38	(4.84)	8.12
<b>Total</b>	<b>7.02</b>	<b>(35.36)</b>	<b>(5.32)</b>	<b>(33.66)</b>

Deferred tax assets/ (liabilities) balance in relation to :	Rs. in crores			
	As at March 31, 2017	Recognised / (reversed) through profit and loss	Recognised in / reclassified from other comprehensive	As at March 31, 2018
Plant property and equipment	421.73	(52.64)	-	369.09
Carried forward business loss/ unabsorbed depreciation	291.97	(56.02)	-	235.95
Foreign currency monetary item translation difference account (FCMITDA)	11.53	-	(1.37)	10.16
Minimum alternative tax (MAT) credit	91.95	58.37	-	150.32
Expense deductible on payment basis	1.08	0.02	-	1.10
Finance lease receivable	(784.64)	14.46	-	(770.18)
Others	9.52	1.06	-	10.58
<b>Total</b>	<b>43.14</b>	<b>(34.75)</b>	<b>(1.37)</b>	<b>7.02</b>

**Note 37**

**Segment reporting**

The Company is in the business of manufacturing raw material for steel products produced by the parent company, having similar economic characteristics, primarily operated in India and reviewed by the Chief Operating Decision Maker for assessment of Company's performance and resources allocation on an overall basis.

All non-current assets of the Company are located in India.

**Note 38**

**Subsequent events**

There are no material subsequent events that would require adjustments or disclosures in the financial statements.

For and on behalf of the Board of Directors

Pradeep Bhargava  
Director

Rajeev Jain  
Company Secretary

Prem Pushkar Varma  
Whole-time Director

Sudhir Yagnik  
Chief Financial Officer

Place: Mumbai  
Date : April 30, 2019



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