

RCL CEMENTS LIMITED

Annual Report
2020-21

RCL Cements Limited

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their twenty second (22nd) Annual Report along with the audited financial statements of the Company for the financial year ended March 31, 2021.

FINANCIAL HIGHLIGHTS

During the year under review, the revenue from operations was ₹ 19.62 lacs as against negative figure of ₹ 123.42 lacs in the previous year. The Company posted a loss of ₹ 157.49 lacs in the financial year 2020-21 as compared to net loss of ₹ 441.94 lacs in the previous year.

The financial performance of the Company for the financial year under review is as under:

Particulars	Amount (₹ in Lakhs)	
	F.Y. 2020-21	F.Y. 2019-20
Revenue from Operation	19.62	(123.42)
Profit Before Interest, Depreciation and Tax	1.60	(179.24)
Add: Finance Income	-	245.43
Less: Finance Cost	222.51	459.18
Profit Before Depreciation and Tax	(220.91)	(392.99)
Less: Depreciation	1.65	103.05
Profit Before Tax	(222.56)	(496.04)
Total Tax Expenses	(65.15)	(56.37)
Profit / (Loss) After Tax	(157.41)	(439.67)
Other comprehensive Income/(Loss)	(0.08)	(2.27)
Total comprehensive loss for the period	(157.49)	(441.94)

OPERATIONS AND BUSINESS PERFORMANCE

There were no major operations in the Company during the year under review. However, the Company is exploring new opportunities to improve its overall performance.

DIVIDEND

In view of losses, your Directors did not recommend any dividend for the financial year 2020-21.

TRANSFER TO RESERVES

Your Directors have not proposed to transfer any amount to the General Reserve for the financial year 2020-21.

NATURE OF BUSINESS

The Company continues to be engaged in the same line of business during the financial year 2020-21.

BOARD OF DIRECTORS

As on March 31, 2021, the Company's Board comprises of three Directors, all of them are Non Executive Directors. Shri DGVG Krishna Swaroop (DIN: 06861407), Director has resigned from the Board w.e.f. 10.06.2020 and Shri Sunil Mahajan (DIN: 08769804) was appointed on the same date as a Director of the Company.

Further, Shri Sunil Mahajan, Director has resigned from the Board w.e.f 10.04.2021 and Shri Ganesh Jirkuntwar (DIN: 07479080) was appointed as a Director at the Board Meeting dated 27.04.2021. The Board places on record

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its appreciation for the valuable advice and guidance provided by Shri Sunil Mahajan during his tenure on the Board.

Shri Naveen Jain (DIN: 00051183) retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment at the ensuing Annual General Meeting of the Company. He has furnished requisite declaration in Form DIR -8 pursuant to Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified from being appointed as Director of the Company.

BOARD MEETINGS

The Board meetings are convened on a quarterly basis and as and when required. During the year under review, the Board of Directors of the Company met four times on 10-06-2020; 04-08-2020; 04-11-2020 and 03-02-2021. The Board meetings are conducted in due compliance with; and following the procedures prescribed in the Companies Act, 2013 and applicable Secretarial Standards.

RELATED PARTY TRANSACTIONS

Related Party Transactions entered during the FY under review were on an arm's length basis and in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013.

There are no material contracts or arrangements or transactions entered into with the related parties during the year under review. Accordingly, disclosure in Form AOC-2 providing details of contracts/arrangements/transactions with related parties, as required under Section 134(3)(h) of the Companies Act, 2013 is not required to be given.

INVESTMENTS, LOANS AND GUARANTEES

The particulars of investments made and loans given by the Company are furnished in note no 3 and note no 6 of the attached financial statements for the financial year ended March 31, 2021. The particulars of guarantee given during the year under review are furnished under note no 35(b) of the said financial statements of the Company.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your Company has in place adequate internal control systems commensurate with the size of its operations. The Company has requisite policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of fraud, error reporting mechanisms, accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

The internal control systems are subjected to regular reviews, self-assessments and audits and based on such reviews, we believe that these systems provide reasonable assurance that our internal financial controls are designed effectively and are operating as intended.

RISK MANAGEMENT

Your Company has developed and implemented a Risk Management Framework to monitor and review the risk management plan/process of the Company. The Company has adequate risk management procedures in place that oversees the risk management processes with respect to all probable risks that the organization could face such as strategic, financial, liquidity, security including cyber security, regulatory, legal, reputational and other risks. The major risks are assessed through a systematic procedure of risk identification and classification. Risks are prioritised according to significance and likelihood. The risk assessment is not limited to threat analysis, but also identifies potential opportunities.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of the provisions of section 134(3)(c) of the Companies Act, 2013, your Directors do hereby confirm that:—

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures from the same;

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- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit and loss of the Company for that period;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The Directors have prepared the annual accounts on a going concern basis; and
- v. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ANNUAL RETURN

As required under Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available at www.dalmiacement.com.

HUMAN RESOURCES

Human Resource practices of your Company aim to enhance the capability of the organization through creating performance and result driven culture, employee value proposition and supporting operations through effective systems and processes. The Company continued to invest in creating progressive human resources practices to create value for its customers, stakeholders and investors.

STATUTORY AUDITORS

M/s Deloitte Haskins & Sells (Firm Regn. No. 015125N), Gurgaon, Statutory Auditors were appointed by the members of the Company at its Annual General Meeting held on September 10, 2020 for a period of five years.

During the F.Y under review, the Auditors have not reported any matter pursuant to provisions of section 143(12) of the Companies Act, 2013.

REPORT OF STATUTORY AUDITORS

The Auditors have emphasised on one matter referring to note no. 26 (b) of the notes to accounts of the financial statements which pertains to the dispute between two major group of shareholders of the intermediate holding Company, Calcom Cement India Limited, which is currently sub-judice. They also drew attention towards material uncertainty of the Company's ability to continue as a going concern which is explained in note no. 36 of the said financial statements and is self-explanatory.

Your Directors are confident of improvement in the financial health of the Company based on the financial projections and continued support from its intermediate Parent Company i.e. Dalmia Cement (Bharat) Limited and its intermediate Holding Company i.e Calcom Cement India Limited.

COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied with all the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India from time to time and approved by the Central Government.

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

During the financial year under review, no activity was undertaken by the Company for conservation of energy/ technology absorption and the Company reported nil foreign exchange earnings/outgoings. Thus, no disclosure is being attached in accordance with the provisions of section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has not received any complaint under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the financial year 2020-21.

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HEALTH, SAFETY AND ENVIRONMENT

Health and safety of employees and clean environment receive utmost priority at all locations of your Company.

In view of the COVID-19 pandemic, your Company has adhered to the lockdown directions and has taken all such steps as are required to ensure health & safety of Company's people including work from home, social distancing, hygiene practices and deep cleaning of premises at Company's various locations as per the directions from the Central & State Governments and local bodies.

INDUSTRIAL RELATIONS

The industrial relations during the year under review remained harmonious and cordial.

OTHER DISCLOSURES

1. The Company had not accepted any deposits as per Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.
2. There were no significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operations in future.
3. There was no application made or proceeding pending under the Insolvency and Bankruptcy Code, 2016.
4. There was no one time settlement entered into with the Banks or Financial Institutions.

ACKNOWLEDGEMENT

The Board of Directors would like to express their sincere appreciation for the assistance and co-operation received from the Government authorities, financial institutions, banks, customers, vendors, dealers and members during the year under review. The Board of Directors also wish to place on record its deep sense of appreciation for the committed services by the Company's executives, staff and workers.

For and on behalf of the Board of Directors

Date: April 29, 2021
Place: New Delhi

Dharmender Tuteja
Director
DIN-02684569

Ganesh Jirkuntwar
Director
DIN-07479080

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INDEPENDENT AUDITOR'S REPORT

To The Members of RCL Cements Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **RCL Cements Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity 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 2021, and its losses, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's 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.

Material Uncertainty Related to Going Concern

We draw attention to Note 36 in the financial statements which, indicate that the Company has accumulated losses and its net worth has been substantially eroded, the Company has incurred a net

loss during the current and previous years and the Company's current liabilities exceeded its current assets as at balance sheet date. These conditions, along with other matters set forth in Note 36, indicate the existence of material uncertainty that may cast a significant doubt about the Company's ability to continue as going concern. However, the financial statements of the company have been prepared on a going concern basis for the reasons stated in the Note 36.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

We draw attention to Note 26 (b) to the financial statements regarding the dispute between two major shareholders of the Intermediate Holding Company, Calcom Cement India Limited (CCIL). The matter which is fully described in the said note, was referred for arbitration by the National Company Law Tribunal ('NCLT'), Gauhati Bench via order dated 5 January, 2017 allowed the application filed by Dalmia Cement (Bharat) Limited ("Intermediate Parent Company") under Section 8 of the Arbitration and Conciliation Act, 1996 and referred both the parties to Arbitration for settlement of their disputes. The order of the NCLT was challenged by the Bawri Group before the Hon'ble High Court of Gauhati in February 2017. Interim order issued by the Hon'ble High Court of Gauhati in the said appeal was vacated by the Hon'ble Supreme Court in May 2017. However, the appeals are still pending before the Hon'ble High Court at Gauhati. In respect of disputes referred by the parties (Bawri group and Dalmia Cement (Bharat) Limited ('DCBL') for arbitration, the Arbitration Tribunal has pronounced the award dated March 20, 2021, which is challenged by Calcom Cement India Limited and DCBL before Delhi High Court. Since the matter is sub-judice, pending final outcome, no adjustments are considered necessary by the Management in the financial statements.

Our report on the financial statements is not modified in respect of the above matter.

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 Board's Report including Annexures to the Board Report, but does not include the financial statements and our auditor's report thereon.

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- 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, cash flows and changes in equity 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 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 statement 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

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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.

Other Matter

The financial statements of the Company for the year ended March 31, 2020 were audited by the predecessor auditor, S.R. Batliboi & Co. LLP, who have expressed an unmodified opinion on those financial statements vide their audit report dated June 10, 2020.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid financial statements.
- 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 Cash Flow and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid financial statements comply with the specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rule, 2015.
- e) The matter described in the Material Uncertainty Related to Going Concern and Emphasis of Matter section above, in our opinion, may have an adverse effect on the functioning of the Company.
- f) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- g) 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 operating effectiveness of the Company's internal financial controls over financial reporting.
- h) 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.

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- i) 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. Refer Note 26 and 37 to the financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. Refer Note 26 to the financial statements.
 - 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
Chartered Accountants
(Firm's Registration No. 015125N)

Rajesh Kumar Agarwal
(Partner)
(Membership No. 105546)
UDIN:

Place: New Delhi
Date: April 29, 2021

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ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(g) 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 RCL Cements Limited (“the Company”) as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 of the company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and

if such controls operated effectively in all material respects.

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

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projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the criteria for internal financial control over financial reporting established

by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells
Chartered Accountants
(Firm's Registration No. 015125N)

Rajesh Kumar Agarwal
(Partner)
(Membership No. 105546)
UDIN:

Place: New Delhi
Date: April 29, 2021

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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) In respect of the Company's fixed assets:
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us and the record examined by us, we report that, there are no immovable properties of land which are freehold as at the balance sheet date. In respect of immovable properties of land and buildings that have been taken on lease and disclosed as right of use assets and property, plant and equipment in the financial statements, the lease agreements in respect of lease land are in the name of the Company, where the Company is the lessee in the agreement.
- (ii) The Company does not have any inventory and hence reporting under clause (ii) of the order is not applicable.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, provisions of Section 185 and 186 of the Companies Act, 2013 in respect of investment made and guarantees given have been complied with by the Company. There are no loans given and security granted in respect of which Section 185 and 186 of the Companies Act, 2013 are applicable and hence not commented upon.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit within the meaning of provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013.
- (vi) The Company has net worth and turnover less than the threshold limits prescribed in the Companies (cost records and audit) rules, 2014 (as amended). Hence, the provisions of clause (vi) are not applicable on the company.
- (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 and Service Tax, cess and other material statutory dues applicable to it to the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Service Tax, cess and other material statutory dues in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.
 - (c) Details of dues of Sales Tax and Excise Duty which have not been deposited as on March 31, 2021 on account of disputes are given below:

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Name of the statute	Nature of dues	From where Dispute is Pending	Period to which the amount relates	Amount (Rs. in Lakhs)*
Excise Laws	Erroneous refund of education cess	Assistant Commissioner, GST	2004-09	39.93
Dima Hasao district (Taxes on entry of goods into Markets), Regulation, 1965 [earlier The North Cachar Hills districts (Taxes on entry of goods into Markets), Regulation, 1965	Entry Tax	Executive Committee, Dima Hasao district Autonomous council, (The North Cachar Hills Autonomous Council)	April 2010- Oct 2010	1.30

* Amount as per demand orders including interest and penalty wherever indicated in the Order. No amount has been paid under protest.

There were no dues of Income Tax, Service Tax, Sales Tax, Customs Duty, Value Added Tax and Goods and services tax which have not been deposited as at March 31, 2021 on account of disputes.

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| <p>(viii) In our opinion and according to the information and explanations given to us, the Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause (viii) of the Order is not applicable to the Company.</p> | <p>(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.</p> |
| <p>(ix) In our opinion and according to the information and explanations given to us, the Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause (viii) of the Order is not applicable to the Company.</p> | <p>(xiii) As fully explained in Note 26 (b) to the financial statements, there is a dispute between two major set of shareholders of the Intermediate Holding Company Calcom Cement India Limited ("CCIL"), wherein the other shareholders, in addition to certain other matters, has disputed the related party transactions. However, all related party transactions have been approved by the audit committee of CCIL. Presently the matter is sub-judice at Gauhati High Court and Delhi High Court. We have drawn attention to such matter in EOM para in our report of even date and hence, not commented upon.</p> |
| <p>(x) In our opinion and according to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the Order is not applicable.</p> | <p>(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 clause (xiv) of the Order is not applicable to the Company.</p> |
| <p>(xi) In our opinion and according to the information and explanations given to us, the Company has paid managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.</p> | <p>(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 directors of its holding, subsidiary or associate company</p> |

RCL Cements Limited

or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are 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
Chartered Accountants
(Firm's Registration No. 015125N)

Rajesh Kumar Agarwal
(Partner)
(Membership No. 105546)
UDIN:

Place: New Delhi
Date: April 29, 2021

RCL Cements Limited

RCL Cements Limited

Balance sheet as at March 31, 2021

All amounts stated are in ₹ lakhs except wherever stated otherwise

	Notes	As at March 31, 2021 (₹)	As at March 31, 2020 (₹)
ASSETS			
Non-current assets			
Property, plant and equipment	2(i)	4.58	4.58
Right-of-use-asset	2(ii)	36.77	38.42
Investments	3	3,106.84	3,106.84
Financial assets			
Loans	4	0.80	0.80
Other non-current assets	5	4.00	4.00
Income tax assets	6	23.19	126.73
		3,176.18	3,281.37
Current assets			
Financial assets			
Trade receivables	7(i)	-	-
Cash & cash equivalents	7(ii)	6.98	3.13
Loans		-	-
Other financial assets	7(iii)	20.38	70.28
Other current assets	8	0.31	0.03
		27.67	73.44
Total Assets		3,203.85	3,354.81
EQUITY AND LIABILITIES			
Equity			
Equity share capital	9	363.32	363.32
Other equity	10	(109.87)	47.62
Total Equity		253.45	410.94
Liabilities			
Non-current liabilities			
Provisions	11	4.07	3.42
		4.07	3.42
Current liabilities			
Financial liabilities			
Borrowings	12(i)	2,554.31	2,466.37
Trade payables	12(ii)	2.76	2.34
Other financial liabilities	13	357.72	316.06
Other current liabilities	14	29.96	89.40
Provisions	15	1.58	1.13
Current tax Liabilities (net)	16	-	65.15
		2,946.33	2,940.45
Total Equity and Liabilities		3,203.85	3,354.81
Summary of significant accounting policies	1		

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

As per our report of even date

For Deloitte Haskins & Sells

Chartered Accountants

Firm Registration No. 015125N

Rajesh Kumar Agarwal

Partner

Membership No. 105546

For and on behalf of the Board of Directors of
RCL Cements Limited

Dharmender Tuteja

Director

DIN : 02684569

Ganesh Jirkuntwar

Director

DIN : 07479080

Place: New Delhi

Date: April 29, 2021

Place: New Delhi

Date: April 29, 2021

RCL Cements Limited

RCL Cements Limited

Statement of profit and loss for the year ended March 31, 2021

All amounts stated are in ₹ lakhs except wherever stated otherwise

	Notes	For the Year Ended March 31, 2021 (₹)	For the Year Ended March 31, 2020 (₹)
Income			
Revenue from operations	17	19.62	(123.42)
Other income	18	-	248.59
Total income (I)		19.62	125.17
Expenses			
Employee benefits expenses	19	14.50	14.31
Finance costs	22	222.51	459.18
Depreciation and amortization expense	21	1.65	103.05
Other expenses	20	3.52	44.67
Total expenses (II)		242.18	621.21
Loss before tax (I-II)		(222.56)	(496.04)
Tax expense			
Adjustment of tax relating to earlier periods		(65.15)	(56.37)
Total tax expense		(65.15)	(56.37)
Loss for the year		(157.41)	(439.67)
Other comprehensive income			
(i) Items that will not be reclassified to statement of profit or (loss)			
Re- measurement (loss) on defined benefit plans		(0.08)	(2.27)
Other comprehensive loss for the year		(0.08)	(2.27)
Other comprehensive loss for the year		(157.49)	(441.94)
Earnings per share			
Basic and diluted earnings (loss) per share (in Rs.) [Nominal value of share Rs.10 (Rs.10) each]	23	(4.33)	(12.10)
Summary of significant accounting policies	1		

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

As per our report of even date

For Deloitte Haskins & Sells
Chartered Accountants
Firm Registration No. 015125N

Rajesh Kumar Agarwal
Partner
Membership No. 105546

Place: New Delhi
Date: April 29, 2021

For and on behalf of the Board of Directors of
RCL Cements Limited

Dharmender Tuteja
Director
DIN : 02684569

Ganesh Jirkuntwar
Director
DIN : 07479080

Place: New Delhi
Date: April 29, 2021

RCL Cements Limited

RCL Cements Limited

Statement of cash flow for the year ended March 31, 2021

All amounts stated are in ₹ lakhs except wherever stated otherwise

(₹)

	Particulars	For the year ended March 31, 2021 (₹)	For the year ended March 31, 2020 (₹)
A.	Cash flow from operating activities		
	Loss before tax	(222.56)	(496.04)
	Adjustment to reconcile loss before tax to net cash flows:-		
	Depreciation and amortisation expense	1.65	103.05
	(Profit) on sale of Property, Plant and Equipment (Net)	-	(3.16)
	Liabilities no longer required written back	(6.95)	-
	Interest income	-	(245.43)
	Finance costs	222.51	459.18
	Provision for doubtful debts and advances	-	37.24
	Impairment allowance on financial assets	-	3.40
	Operating loss before working capital changes	(5.35)	(141.76)
	Movements in working capital:		
	(Increase)/Decrease in trade receivables	-	44.52
	(Increase)/Decrease in other current /non current assets and current and non current financial assets	(0.29)	177.03
	Increase/(Decrease) in trade payables, other current and other financial liabilities	(52.04)	78.22
	Increase in provisions	1.01	0.26
	Net Cash flows from/(used in) operations	(56.67)	158.27
	Direct taxes refund (net of payment)	103.54	245.95
	Net cash flows from operating activities (A)	46.87	404.22
B.	Cash flows from investing activities		
	Sale of Property, Plant and Equipment	-	3.36
	Interest received	49.90	176.19
	Net cash flows from investing activities (B)	49.90	179.55
C.	Cash flows from financing activities		
	Repayment of non current borrowings	-	(200.00)
	Proceeds from current borrowings	87.94	5,002.95
	Repayment of current borrowings	-	(4,186.61)
	Interest paid	(180.86)	(1,199.57)
	Net cash used in financing activities (C)	(92.92)	(583.23)
D.	Net increase/(decrease) in cash and cash equivalents (A+B+C)	3.85	0.54
	Cash and cash equivalents at the beginning of the year	3.13	2.59
	Cash and cash equivalents at the end of the year	6.98	3.13
E.	Components of cash and cash equivalents		
	Balances with scheduled banks:		
	- On current accounts	6.98	3.13
	Net cash and cash equivalents	6.98	3.13

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

As per our report of even date

For Deloitte Haskins & Sells
Chartered Accountants
Firm Registration No. 015125N

Rajesh Kumar Agarwal
Partner
Membership No. 105546

For and on behalf of the Board of Directors of
RCL Cements Limited

Dharmender Tuteja
Director
DIN : 02684569

Ganesh Jirkuntwar
Director
DIN : 07479080

Place: New Delhi
Date: April 29, 2021

Place: New Delhi
Date: April 29, 2021

RCL Cements Limited

RCL Cements Limited

Statement of changes in equity for the year ended March 31, 2021

All amounts stated are in ₹ lakhs except wherever stated otherwise

a. Equity share capital :

Equity shares of Rs. 10 each issued, subscribed and fully paid up	No. of Shares	₹
As at April 1, 2019	36,33,200	363.32
Issue of share capital	-	-
As at March 31, 2020	36,33,200	363.32
As at April 1, 2020	36,33,200	363.32
Issue of share capital	-	-
As at March 31, 2021	36,33,200	363.32

b. Other Equity:

(₹)

Particulars	Reserves and Surplus		Total other equity
	General Reserves	Retained Earnings	
As at April 1, 2019	293.33	196.23	489.55
(Loss) for the year	-	(439.67)	(439.67)
Other comprehensive income for the year-(Loss)	-	(2.27)	(2.27)
Total comprehensive (Loss)	-	(441.94)	(441.94)
As at March 31, 2020	293.33	(245.71)	47.62
(Loss) for the year	-	(157.41)	(157.41)
Other comprehensive income for the year	-	(0.08)	(0.08)
Total comprehensive (Loss)	-	(157.49)	(157.49)
As at March 31, 2021	293.33	(403.20)	(109.87)

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

As per our report of even date

For Deloitte Haskins & Sells
Chartered Accountants
Firm Registration No. 015125N

Rajesh Kumar Agarwal
Partner
Membership No. 105546

Place: New Delhi
Date: April 29, 2021

For and on behalf of the Board of Directors of
RCL Cements Limited

Dharmender Tuteja
Director
DIN : 02684569

Ganesh Jirkuntwar
Director
DIN : 07479080

Place: New Delhi
Date: April 29, 2021

RCL Cements Limited

RCL Cements Limited

Notes to Ind AS financial statements as at and for the year ended March 31, 2021

All amount stated in Rs. are in Rs. Lakhs except wherever stated otherwise

Note 1

Significant Accounting Policies

A. Corporate Information

RCL Cements Limited (“the Company”) is a public Company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is located at 3rd & 4th Floor, Anil Plaza-II, ABC, G.S. Road, Guwahati.

The Company is engaged in the manufacturing and selling of cement having its manufacturing facility at Umrangshu, Assam. Information on the Company’s related party relationships are provided in Note 33.

The standalone Ind AS financial statements of the Company for the year ended March 31, 2021 were approved in accordance with a resolution passed in the meeting of the Board of Directors held on April 29, 2021.

B. Basis of preparation

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

C. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

D. Fair value measurement

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

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

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

RCL Cements Limited

RCL Cements Limited

Notes to Ind AS financial statements as at and for the year ended March 31, 2021

All amount stated in Rs. are in Rs. Lakhs except wherever stated otherwise

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 assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as property, plant and equipment, financial guarantee received from the Intermediate Holding Company. The management selects external valuer on various criteria such as market knowledge, reputation, independence and whether professional standards are maintained by valuer. The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

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

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.

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

- Disclosures for valuation methods, significant estimates and assumptions (note 24)
- Quantitative disclosures of fair value measurement hierarchy (note 29)
- Financial instruments (including those carried at amortised cost) (note 28 and note 29)
- Financial instruments (including those carried at fair value and carrying value) (note 28 and note (29))

E. Revenue from contract with customer

Revenue from contracts includes revenue from customers for sale of goods and provision of services. Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods and services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

RCL Cements Limited

RCL Cements Limited

Notes to Ind AS financial statements as at and for the year ended March 31, 2021

All amount stated in Rs. are in Rs. Lakhs except wherever stated otherwise

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes.

Taxes collected on behalf of the government are excluded from revenue. Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and the revenue and costs, if applicable, can be measured reliably.

Sale of goods (including sale of scrap included under other operating revenue)

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer, generally on dispatch/ delivery of the goods. Amounts disclosed as revenue are net of returns and allowances, trade discounts, cash discounts and volume rebates.

The Company collects Goods and Service Tax ('GST') on behalf of the Government and therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

The Company considers the effects of variable consideration, non-cash incentives and consideration payable to the customer (if any). No element of financing is deemed present as the sales are made with credit terms largely ranging between 0 to 21 days.

Variable consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Where the sale of goods provide customers with discounts, volume rebates etc., such discounts, volume rebates etc. give rise to variable consideration.

Rebates are offset against amounts payable by the customer.

The Company follows the 'most expected value' method in estimating the amount of variable consideration. The Company estimates the variable consideration based on an analysis of accumulated historical experience.

Revenue from services

Revenues from management services are recognized at the point in time i.e. as and when services are rendered. The Company collects service tax/ Goods and Service Tax (GST) on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Interest

For all debt instruments/ subsidies measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument/ subsidies or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in "Other income" in the statement of profit and loss.

Insurance & Other claims

Insurance claims and other claims are accounted for to the extent the Company is reasonably certain of their ultimate collection.

Contract balances - Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section - Financial instruments – initial recognition and subsequent measurement.

RCL Cements Limited

RCL Cements Limited

Notes to Ind AS financial statements as at and for the year ended March 31, 2021

All amount stated in Rs. are in Rs. Lakhs except wherever stated otherwise

F. Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. The grant related to income is deferred and it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate. The Company has chosen to present grants related to income to be deducted in reporting the related expense.

Government grant relating to the purchase of property, plant and equipment are presented based on their classification, Government grant is credited to the statement of profit and loss on a straight-line basis over the useful lives of the related assets. The Company has chosen to present grants related to property, plant and equipment to be deducted in reporting the depreciation and amortisation expense.

A government grant that becomes receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognised in the Statement of profit and loss of the period in which it becomes receivable. 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. Income from government grant in the nature of operations are included under 'Revenue from operations'.

G. Taxes

Current income tax

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establish provisions where appropriate.

Deferred tax

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

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable statement of profit and loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable statement of profit and loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised .

RCL Cements Limited

RCL Cements Limited

Notes to Ind AS financial statements as at and for the year ended March 31, 2021

All amount stated in Rs. are in Rs. Lakhs except wherever stated otherwise

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

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

Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income levied by the same taxation authority.

H. Property, plant and equipment

The Company had measured property, plant and equipment except vehicles, furniture and fixture, office equipment and computers at fair value as on transition date i.e. April 1, 2015 which had become its deemed cost. In respect of Vehicle, furniture and fixtures, office equipment and computer, the Company had applied applicable Ind AS from a retrospective basis and arrived at the carrying value as per Ind As as at transition date

PPE are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.. Cost comprises the purchase price, including import duties and non- refundable purchase taxes and any directly attributable cost of bringing the asset to its working condition for its intended use. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long term construction projects if the recognition criteria are met.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. 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. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria is satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

Items of stores and spares that meet the definition of PPE are capitalised at cost. Otherwise, such items are classified as inventories

Capital work-in-progress (CWIP)

Capital work in progress are stated at cost, net of impairment loss, if any. Assets in the course of construction are capitalised in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs (net of income) associated with the commissioning of an asset are capitalised till the period of commissioning has been completed and the asset is ready for its intended use.

Depreciation expense

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives as prescribed under Schedule II to the Companies Act, 2013. The useful life considered by the Company to provide depreciation on its property, plant and equipment is 5 years which is different from useful lives as prescribed under Schedule II to the Companies Act, 2013 based on technical assessment done by the management.

The Company capitalises machinery spares if such spares are held for use in the production or supply of goods or services or for administrative purposes and are expected to be used during more than one year.

Capitalised spares are depreciated over their own estimated useful life or the remaining estimated useful life of the related asset, whichever is lower.

RCL Cements Limited

RCL Cements Limited

Notes to Ind AS financial statements as at and for the year ended March 31, 2021

All amount stated in Rs. are in Rs. Lakhs except wherever stated otherwise

The Company applies accelerated depreciation on property, plant and equipment considering the useful life as 5 years which is different from useful lives as prescribed as under Schedule II to the Companies Act 2013, based on technical assessment made by expert and management estimates.

Leasehold land is amortized on a straight-line basis over the period of lease.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Items of stores and spares that meet the definition of PPE are capitalised at cost. Otherwise, such items are classified as inventories.

I. Borrowing costs

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

J. Leases

Policy applicable with effect from April 1, 2019

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis from the commencement date over the lease term.

Right of use assets	Lease term in Years
Leasehold land	10 to 99 years
Buildings	1 to 9 years
Vehicles	1 to 8 years
Other equipment	1 to 8 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (L) Impairment of non-financial assets.

RCL Cements Limited

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Notes to Ind AS financial statements as at and for the year ended March 31, 2021

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ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate and amounts expected to be paid under residual value guarantees.

The lease payments also include the exercise price of a purchase option which is reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company's choice of exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Lease liabilities and Right-of-use assets have been presented as a separate line in the balance sheet. Lease payments have been classified as cash used in financing activities.

Short-term leases and leases of low-value assets and Contingent rentals

The Company has elected not to recognise right-of-use assets and lease liabilities for short term leases of all assets that have a lease term of twelve months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease.

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Contingent rentals are recognised as expenses in the periods in which they are incurred.

K. Inventories

All Inventories are valued at lower of cost or net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials, fuel and Spares: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on annual weighted average basis.
- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. . Cost is determined on weighted average basis.

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

L. Impairment of non-financial assets

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

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assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

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

M. Provisions & Contingent Liabilities

General

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of the provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

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

Contingent liabilities

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

N. Retirement and other employee benefits

Retirement benefit in the form of provident fund contribution to Statutory Provident Fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to this scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operate one defined benefit plan for its employees, viz., gratuity. The costs of providing benefits under this plan is determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the balance sheet with a corresponding

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debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to the statement of profit and loss in subsequent periods.

Past service costs are recognised in the Statement of profit and loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

O. Earnings per Share

Basic earnings per share is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

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

P. Investment in intermediate Parent Company

Investment in intermediate Parent Company are measured at cost in accordance with Ind AS 27. As per Ind AS 101, on date of transition, the Company elects to measure its investment at deemed cost which is equivalent to previous GAAP carrying amount at the date of transition.

Q. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them.

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through statement of profit and loss, transaction costs that are attributable to the acquisition of the financial asset with the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the

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transaction price determined under Ind AS 115. Refer to the accounting policies in section (E) Revenue from contracts with customers

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified as Debt instruments at amortised cost.

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of -cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss (FVTPL)

Financial assets at amortised cost (debt instruments)

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company, after initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade receivable, loans and other receivables.

Financial assets at fair value through OCI (FVTOCI) (debt instruments)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of

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profit and loss. On de-recognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss.

The Company has not designated any financial asset (debt instruments) at FVTOCI.

Financial assets designated at fair value through OCI (FVTOCI) (equity instruments)

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Company has not designated any financial asset (equity instruments) as at FVTOCI.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

Financial Asset, which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as at FVTPL. The Company has designated investment in mutual funds (debt instruments) as at FVTPL.

Derecognition

A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement~ and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next twelve-months (12-month ECL). For those credit exposures for which there has been a significant

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increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Company considers a financial asset in default when contractual payments are 180 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through statement of profit and loss, loans and borrowings, payables.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss (FVTPL) include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 'Financial instruments'.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings

Financial guarantee contracts

Financial guarantee contracts issued by the company are those contracts that require a payment to be made by holding company to reimburse banks for a loss they incur because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation. This amount is adjusted from borrowings obtained by the Group. Borrowings are subsequently measured at amortised cost using the EIR method.

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De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of statement of profit and loss.

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.

R. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprises cash at banks, on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

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

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2. (i) Property, Plant and Equipment (₹)

(a) Tangible assets

	Leasehold Land*	Buildings	Plant and equipments	Total
Cost or valuation				
As at April 1, 2019	47.07	69.01	393.96	510.04
Additions during the year	-	-	-	-
Deletions during the year	-	-	(1.06)	(1.06)
Reclassified on account of adoption of IND AS 116*	(47.07)	-	-	(47.07)
As at March 31, 2020	-	69.01	392.90	461.91
Additions during the year	-	-	-	-
Deletions during the year	-	-	-	-
As at March 31, 2021	-	69.01	392.90	461.91
Depreciation				
As at April 1, 2019	6.73	55.21	301.85	363.79
Charge for the year	-	13.13	88.00	101.13
Deletions during the year	-	-	(0.86)	(0.86)
Reclassified on account of adoption of IND AS 116*	(6.73)	-	-	(6.73)
As at March 31, 2020	-	68.34	388.99	457.33
Charge for the year (Refer note 24(d))	-	-	-	-
Deletions during the year	-	-	-	-
As at March 31, 2021	-	68.34	388.99	457.33
Net book value				
As at March 31, 2021	-	0.67	3.91	4.58
As at March 31, 2020	-	0.67	3.91	4.58

Notes :

*During the previous year, the net block of Leasehold land of Rs. 40.34 (Gross block – Rs. 47.07 and accumulated depreciation - Rs. 6.73) has been reclassified to “Right-of-Use” assets on account of adoption of Ind AS 116 “Leases” (Refer note 1.J(ii))

2 (ii). Right-of-use assets

The Company has lease contract for Leasehold land. Lease term of Leasehold land is expiring on March 31, 2040. The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

	Leasehold land
Cost or Valuation	
As at April 1, 2019- (Refer note-1.J(i))	40.34
Addition	-
Deletion	-
As at March 31, 2020	40.34
Addition	-
Deletion	-
As at March 31, 2021	40.34
Accumulated depreciation	
As at April 1, 2019	
Charge for the year - (Refer note -21)	1.92
As at March 31, 2020	1.92
Charge for the year - (Refer note -21)	1.65
As at March 31, 2021	3.57
Net carrying value as at March 31, 2021	36.77
Net carrying value as at March 31, 2020	38.42

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	As at March 31, 2021 (₹)	As at March 31, 2020 (₹)
3. Investments (carried at cost)		
Unquoted equity shares		
(Investment in intermediate Holding Company)		
31,068,400 (March 31, 2020: 31,068,400) Shares of Rs. 10/- each fully paid up in Calcom Cement India Limited*		
	3,106.84	3,106.84
Total	3,106.84	3,106.84
Aggregate book value of unquoted investments		
	3,106.84	3,106.84
*Note-The fair value of above investment is higher than the carrying value. However, the Company is carrying this investment at deemed cost on conservative basis.		
4. Other financial assets		
(Unsecured and considered good, unless otherwise stated)		
Loans (carried at amortised cost)*		
Security deposits		
	0.80	0.80
	0.80	0.80
* All other assets are pledged against term loans on second pari passu charge basis. (Refer Note 10)		
5. Other non-current assets (Unsecured and considered good, unless otherwise stated)*		
Capital Advances		
Unsecured, considered doubtful		
	11.77	11.77
Less: Provision for doubtful debts and advances		
	(11.77)	(11.77)
Deposit and Balances with Government		
	4.00	4.00
Departments and other Authorities		
	4.00	4.00
*All other assets are pledged against term loans on second pari passu charge basis. (Refer Note 10)		
6. Income Tax Assets		
Advance Income Tax		
	23.19	126.73
	23.19	126.73
7. Current financial assets (Unsecured and considered good, unless otherwise stated)		
(i). Trade receivables (carried at amortised cost)*		
Receivables from related parties (Refer note 33)**		
	-	-
Total Trade receivables	-	-
Break-up for security details:		
Trade receivables		
Unsecured, considered good		
	-	-
Unsecured, considered doubtful		
	751.03	751.03
Total	751.03	751.03
Less: Impairment allowance		
(allowance for bad and doubtful receivables)		
	(751.03)	(751.03)
Total	-	-

*Trade receivables are non-interest bearing and are generally on terms of 0-21 days.

**No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any person. For terms and conditions relating to related party receivables. (Refer Note 33)

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	As at March 31, 2021 (₹)	As at March 31, 2020 (₹)
(ii). Cash and cash equivalents		
Balances with banks:		
- On current accounts	6.98	3.13
	6.98	3.13

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

Balances with banks:		
- On current accounts	6.98	3.13
	6.98	3.13

Changes in liabilities arising from financing activities

Particulars	April 01, 2020	Cash Flows Net	March 31 2021
Current borrowings	2,466.37	87.94	2,554.31
Non current borrowing (including current maturities)	-	-	-
Total liabilities from financing activities	2,466.37	87.94	2,554.31
Particulars	April 01, 2019	Cash Flows Net	March 31 2020
Current borrowings	1,650.04	816.33	2,466.37
Non current borrowing (including current maturities)	200.00	(200.00)	-
Total liabilities from financing activities	1,850.04	616.33	2,466.37

(iii). Other financial assets (carried at amortised cost) (Unsecured and Considered good, unless otherwise stated)

Subsidy receivable

Unsecured, considered good	-	-		
Unsecured, considered doubtful	3.40	-	3.40	
	3.40		3.40	
Less: Impairment allowance	(3.40)	-	(3.40)	-
Interest receivable		20.38		70.28
		20.38		70.28

8. Other current assets (Unsecured and Considered good unless otherwise stated)

Advances		0.15		0.03
Prepayments		0.15		-
Deposit and balances with government departments and other authorities				
Unsecured, considered good	0.01		-	
Unsecured, considered doubtful	37.24		37.24	
	37.25		37.24	
Less: Provision for doubtful debts and advances	(37.24)	0.01	(37.24)	-
		0.31		0.03

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	As at March 31, 2021 (₹)	As at March 31, 2020 (₹)
9. Share capital		
Authorised :		
40,00,000 (40,00,000) Equity Shares of Rs.10/- each	400.00	400.00
	400.00	400.00
Issued, Subscribed and Fully Paid Up :		
36,33,200 (36,33,200) Equity Shares of Rs. 10/- each fully paid up	363.32	363.32
	363.32	363.32

a. Reconciliation of Equity Shares outstanding at the beginning and at the end of the period

Name of the Share Holder	As at March 31, 2021		As on March 31, 2020	
	No. of Shares	% holding	No. of Shares	% holding
At the beginning of the year	36,33,200	100	36,33,200	100
At the end of the year	36,33,200	100	36,33,200	100

b. Terms/ rights attached to Equity shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

c. Equity shares held by holding company

Name of the Share Holder	As at March 31, 2021		As on March 31, 2020	
	No. of Shares	% holding	No. of Shares	% holding
Vinay Cement Limited (including its nominees)	36,33,200	100	36,33,200	100

d. Details of shareholders holding more than 5% shares in the company

Name of the Share Holder	As at March 31, 2021		As on March 31, 2020	
	No. of Shares	% holding	No. of Shares	% holding

Equity shares of Rs. 10 each fully paid up

Vinay Cement Limited (including its nominees)	36,33,200	100	36,33,200	100
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As per records of the Company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest. The above shareholding represent both legal and beneficial ownership of shares, unless stated otherwise.

10. Other equity

General reserve	293.33	293.33
Deficit in the Statement of Profit and Loss		
Balance as per previous financial statements	(245.71)	196.23
Loss for the year	(157.49)	(441.94)
Net deficit in the statement of profit and loss	(403.20)	(245.71)
Total other equity	(109.87)	47.62

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All amounts stated are in ₹ lakhs except wherever stated otherwise

	As at March 31, 2021 (₹)	As at March 31, 2020 (₹)
11. Provisions		
Gratuity	4.07	3.42
	<u>4.07</u>	<u>3.42</u>
12. Financial liabilities		
(i). Borrowings (at amortised cost)		
Unsecured		
From Intermediate Parent Company* (Refer note 33)	2,554.31	2,466.37
Total borrowings	<u>2,554.31</u>	<u>2,466.37</u>
* Repayable on demand and carry interest @ 15% p.a. (15% to 18% p.a.)		
(ii). Trade payables (at amortised cost)		
Total outstanding dues of micro enterprises and small enterprises (Refer note 34)	-	-
Total outstanding dues of creditors other than micro and small enterprises	2.76	2.21
Trade payable to related parties (Refer note 33)	-	0.13
	<u>2.76</u>	<u>2.34</u>
13. Other financial liabilities (at amortised cost)#		
Interest accrued but not due on borrowings from related parties (Refer note 33)	333.51	121.23
Security deposit received	1.15	1.15
Employee accrued liability	1.19	1.18
Interest payable on income tax	21.87	192.50
	<u>357.72</u>	<u>316.06</u>
# Terms and conditions of the above financial liabilities:		
Trade payables are non-interest bearing and are normally settled on 30-60 day terms		
For explanations on the companies credit risk management processes, (Refer to note 30)		
For terms and conditions with related parties, (Refer to note 33)		
14. Other current liabilities		
Advance from customers*	-	0.22
Other liabilities		
- Statutory dues	29.96	20.65
- Others**	-	68.53
	<u>29.96</u>	<u>89.40</u>
* includes Rs. NIL (As at March 31, 2020 : Rs.0.22) from related party. (Refer note 33)		
**amount pertains to excise remission (Refer note 37)		
15. Provisions		
Gratuity	0.79	0.68
Leave encashment	0.79	0.45
	<u>1.58</u>	<u>1.13</u>
16. Current tax liabilities (net)		
Income tax payable	-	65.15
	<u>-</u>	<u>65.15</u>

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	For the year ended March 31, 2021 (₹)	For the year ended March 31, 2020 (₹)
17. Revenue from operations		
Other operating revenue		
Subsidy on excise (Refer note 37)	-	(137.07)
Management service income from related party (Refer note 33)	12.67	13.65
Liabilities/provisions no longer required written back	6.95	-
	19.62	(123.42)
18. Other Income		
Profit on sale of property, plant & equipment	-	3.16
Interest on income tax refund	-	245.43
	-	248.59
19. Employees benefit expenses		
Salaries, wages and bonus	13.05	12.82
Contribution to provident and other funds	1.03	1.09
Gratuity expense (Refer note 25)	0.42	0.29
Workmen and staff welfare expenses	-	0.11
	14.50	14.31
20. Other expenses		
Rates and taxes	0.36	0.53
Insurance	0.02	-
Legal and Professional charges	1.44	1.89
Director sitting fees (Refer note 33)	0.10	0.30
Payments to auditors (Refer details below)	1.50	1.00
Bank charges	0.04	0.05
Impairment allowance on financial assets	-	3.40
Provision for doubtful debts and advances	-	37.24
Capital advance written off	-	3.00
Less: Provision for doubtful debts/advances out of above	-	(3.00)
Miscellaneous expenses	0.06	0.26
	3.52	44.67
Payments to auditors		
As auditor:		
Audit fees	1.50	1.00
	1.50	1.00
21. Depreciation and amortization expense		
Depreciation on tangible assets 2(i)	-	101.13
Amortisation on Right-of- use assets (Refer note- 2(ii))	1.65	1.92
	1.65	103.05
22. Finance cost		
Interest		
- On term loans (Refer note 33)	-	12.15
- On income tax balances	(170.63)	17.08
- On loan from related parties (Refer note 33)	392.88	429.83
- On defined benefit obligation (Refer note 25)	0.26	0.12
	222.51	459.18

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	For the year ended March 31, 2021 (₹)	For the year ended March 31, 2020 (₹)
23. Basic Earnings (Loss) Per Share('EPS')		
The following reflects the income and share data used in the basic and diluted EPS computations:		
Net loss for calculation of basic and diluted EPS (Rs.)	(157.41)	(439.67)
Total number of equity shares outstanding at the end of the year	36,33,200	36,33,200
Weighted average number of equity shares in calculating basic and diluted EPS	36,33,200	36,33,200
Basic and Diluted EPS (Rs.)	(4.33)	(12.10)

24. Disclosure of significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, the accompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements, estimates and assumptions

The judgements and key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its judgements, assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(a) Taxes

The Company has deferred tax assets (unabsorbed depreciation and losses under income tax act) in excess of deferred tax liabilities. In the absence of reasonable certainty that sufficient future taxable income would be available against which such deferred tax assets can be realized, the Company has not recognized the net deferred tax.

(b) Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific country. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 25.

(c) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet 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 judgement is required in establishing fair values at each reporting date. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 29 and 30 for further disclosures.

(d) Property, plant and equipment

The Company measures property, plant and equipment at fair values as deemed cost with changes in fair value being recognised in retained earnings as on transition date and use it as its deemed cost as at the date of transition. The Company engaged an

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independent valuation specialist to assess fair value at April 1, 2015 for revalued property, plant and equipment. Property, plant and equipment were valued by Reference to market-based evidence, using comparable prices adjusted for specific market factors such as nature, location and condition of the property.

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined based on Schedule II rates as specified in note 1(h) by the management at the time the asset is acquired and reviewed periodically, including at each financial year end.

Change in Estimate

i) During the financial year 2019-20, the Company completed the re-evaluation of the pattern of economic benefits derived from property, plant and equipment (PPE) of its manufacturing facilities located at Lanka and Umrangshu, Assam. Based on such evaluation, management decided to change the method of providing depreciation on its PPE located at Lanka and Umrangshu, Assam from straight line method to written down value method with effect from July 1, 2019.

ii) During the previous year, the residual value of property, plant and equipment is reviewed and re-assessed by the Company so that the revised residual value properly reflect the values which the Company expects to realise on completion of useful life of the respective asset. Consequently to above, depreciation charge for the year ended March 31, 2020 is higher by Rs. 15.03.

Impairment of property, plant and equipment

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived based on remaining useful life of the respective assets. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. There is no impairment losses recognised for the year ended March 31, 2021.

(e) Impairment of financial assets

The impairment provisions for financial assets disclosed in Note 35 are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting year.

25. Gratuity

The Company has a defined gratuity plan. The gratuity is governed by the payment of Gratuity Act, 1972. Under the Act employee who has completed five years of service is entitled to gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The Company makes provision of such gratuity liability in the books of account on the basis of actuarial valuation carried out by an independent actuary.

The following tables summarize the components of net employee benefit expenses recognized in the Statement of Profit and Loss.

Particulars	Gratuity (Rs.)
April 1, 2020	4.10
Acquisition adjustment on account of transfer of employees	-
Sub total (A)	4.10
Current service cost (shown under gratuity expense)	0.35
Interest cost (shown under finance cost)	0.26
Total amount recognised in statement of profit & loss (B)	0.61
Remeasurements	
Actuarial changes arising from changes in financial assumptions	0.06
Actuarial changes arising from changes in demographic assumptions	-
Actuarial changes arising from changes in experience adjustments	0.08
Total amount recognised in other comprehensive income-Loss (C)	0.14
Benefits paid (D)	
March 31, 2021 (A+B+C+D)	4.85

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Opening as on April 1, 2019	1.64
Acquisition adjustment on account of transfer of employees	-
Sub total (A)	1.64
Current service cost (shown under gratuity expense)	0.29
Interest cost (shown under finance cost)	0.12
Total amount recognised in statement of profit & loss (B)	0.41
Remeasurements	
Actuarial changes arising from changes in financial assumptions	0.39
Actuarial changes arising from changes in demographic assumptions	0.14
Actuarial changes arising from changes in experience adjustments	1.73
Total amount recognised in other comprehensive income-(Gain) (C)	2.26
Benefits paid (D)	(0.21)
March 31, 2020 (A+B+C+D)	4.10

The principal assumptions used in determining gratuity and other defined benefits for the Company are shown below:

Particulars	Gratuity	
	March 31, 2021	March 31, 2020
	%	%
Discount rate	6.15	6.40
Future salary increases	6.40	6.00

The principal assumptions used in determining gratuity and other defined benefits for the Company are shown below:

Particulars	March 31, 2021		March 31, 2020	
	Decrease	Increase	Decrease	Increase
Defined Benefit Obligation (Base) (Rs.)	4.85		4.10	
Discount Rate (-/+1%)	5.13	4.62	4.33	3.89
% change compared to base due to sensitivity	5.5%	-5.1%	5.6%	-5.1%
Salary Growth Rate (-/+1%)	4.62	5.13	3.89	4.33
% change compared to base due to sensitivity	-5.1%	5.50%	-5.20%	5.60%
Attrition Rate (-/+1%)	4.84	4.88	4.05	4.13
% change compared to base due to sensitivity	-0.6%	0.3%	-1.20%	0.60%
Mortality Rate (-/+1%)	4.86	4.87	4.10	4.10
% change compared to base due to sensitivity	0.00%	0.00%	0.00%	0.00%

Demographic Assumption

Gratuity

Particulars	As at	
	March 31, 2021	March 31, 2020
Mortality Rate (% of IALM 2012-14 (2006-08))	100%	100%
Normal retirement age	58 Years	58 Years
Withdrawal rates based on age: (per annum)		
Upto 28 years	15.00%	15.00%
29-45 years	15.00%	15.00%
Above 45 years	15.00%	15.00%

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The following is the maturity profile of defined benefit obligation	Gratuity	
	March 31, 2021	March 31, 2020
Weighted Average Durations (Based on discounted cash flows)	5 years	12 years
Expected cash flows over the next (valued on undiscounted basis)	Rs.	Rs.
1 Year	0.79	0.68
2 to 5 Year	2.46	2.10
6 to 10 year	2.09	1.81
More than 10 year	1.67	1.48

Risk exposure

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary over time.

Thus, the Company is exposed to various risks in providing the above gratuity benefit which are as follows

Interest rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in a increase in the ultimate cost of providing the above benefit and will thus result in as increase in the value of the liability (as shown in financial statements)

Liquidity risk: This is the risk that the Company is not able to meet the short-term gratuity pay-outs. This may rise due to non availability of enough cash/cash equivalent to meet the liabilities or holding of liquid assets not being sold in time.

Salary escalation risk: The present value of the defined plan is calculated with the assumptions of salary increases rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increases in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic risk: The Company has used certain mortality and attrition assumptions in valuation of liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumptions.

26. Contingent liabilities / Litigations :

S.No.	Particulars	As at March 31, 2021	As at March 31, 2020
a)	Claims by supplier and third parties, not acknowledged as debts	80.06	80.06
b)	Demand raised by following authorities in dispute/appeal:		
	i) Excise remission including interest under dispute	50.21	9.41
	ii) Entry Tax	3.75	3.51
c)	Corporate guarantees issued to lenders against term loan of intermediate Holding Company	24,649.01	26,010.58
	Total	24,783.03	26,103.56

(b)The Intermediate Holding Company (i.e Calcom Cement India Limited, CCIL) has two major sets of shareholders, 1) Dalmia Cement (Bharat) Limited (DCBL) part of Dalmia Bharat Group holding 76% of the voting rights in CCIL and the Bawri Group (BG) holding 20.5% of the voting rights in CCIL. During the year 2015-16, DCBL, in view of the fact that BG had defaulted in completion of certain obligations under the Shareholders Agreement /Articles of Association (Referred to inter-se agreement or ISA hereinafter), sent notice to BG seeking remedies under the terms of ISA. In response thereto, BG denied the responsibility of completion of said obligations and further filed a petition before the Company Law Board (CLB)/ NCLT under Section 397/398 of the Companies Act, 1956 alleging oppression and mismanagement. Meanwhile, DCBL and CCIL filed a petition under section 8 of the Arbitration and Conciliation Act, 1996. NCLT, Gauhati has allowed, the said petition vide its order dated January 5, 2017, wherein, it said that the petition under Section 397/398 is a dressed up petition and dismissed the same and vacated all the interim orders. Further, NCLT Referred both the parties to Arbitration for settlement of their disputes. BG had challenged the order of NCLT Gauhati before the Hon'ble High Court, Gauhati wherein the order of NCLT was stayed. This stay order was challenged before Hon'ble Supreme Court. Hon'ble Supreme Court vacated the stay and Referred the case back to Gauhati High Court to decide upon the maintainability of revision petition filed by BG. Thereafter, both the parties Referred their disputes to the Arbitral Tribunal. The Arbitral Tribunal has pronounced the Award on March 20, 2021, which has been challenged by DCBL and CCIL before Delhi High Court and the same is pending disposal. Pending final outcome of matters, no adjustments are considered necessary by the Management in the financial statements.

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(c) The Company does not have any long term contracts including derivative contracts for which there will be any material foreseeable losses.

27. Segment Information

The Company is engaged in the business of manufacture and sale of Cement. This is the only activity performed and is thus also the main source of risks and returns. The Company's segments as reviewed by Chief Operating Decision Maker (CODM) does not result in to identification of different ways / sources in to which they see the performance of the Company. Accordingly, the Company has a single reportable segment.. Further no product sales is made by the Company hence, no other disclosures are required in terms of Ind AS-108.

28. Fair Values of financial instrument

Below is a comparison by class of the carrying amounts and fair value of the Company's financial instruments :

Particulars	Note no.	Carrying Value (Rs.)		Fair Value (Rs.)	
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Financial assets at amortized cost					
Other financial assets					
Security deposits	4	0.80	0.80	0.80	0.80
Total		0.80	0.80	0.80	0.80

The Company assessed that cash and cash equivalents, trade receivables, bank deposits, interest receivables, trade payables, other current financial liabilities (except current maturity of long term borrowings) and current borrowings approximate their carrying amounts largely due to the short-term maturities of these instruments.

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

Borrowings The fair values of the Company's interest-bearing borrowings are determined by using discount rate that reflects the company's borrowing rate as at the end of the reporting period. The own non-performance risk as at March 31, 2021 was assessed to be insignificant. **Security deposits** The fair value of security deposits, approximates the carrying value and hence the valuation technique and inputs have not been given.

29. Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques

Level 1: quoted (unadjusted) price in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs that have a significant effects on the recorded fair value are absolute, either directly or indirectly

Level 3: techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities:

Quantitative disclosures fair value measurement hierarchy for assets as at March 31 2021

Rs.

Financial Assets for which fair values are disclosed	Total	Fair value measurement using significant unobservable inputs (Level 3)
Security Deposits	0.80	0.80

Quantitative disclosures fair value measurement hierarchy for assets as at March 31 2020

Rs.

Financial Assets for which fair values are disclosed	Total	Fair value measurement using significant unobservable inputs (Level 3)
Security Deposits	0.80	0.80

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The fair value of above assets/liabilities approximates the carrying value and hence the valuation technique and inputs have not been given.

30. Financial risk management objectives and policies

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

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks and also ensure that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

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

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk. Financial instruments affected by market risk include deposit.

The sensitivity analysis have been prepared on the basis that the amount of net debt and the ratio of fixed to floating interest rates of the debt are nearly constant at March 31, 2021 and March 31, 2020.

The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations and provisions.

The sensitivity of the relevant profit and loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2021 and March 31, 2020.

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's exposure to the risk of changes in market interest rates relates primarily to the long term debt obligations.

Interest rate sensitivity

The following table demonstrate the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the company's profit/(loss) before tax is affected through the impact on floating rate borrowings as follows:

Particulars	Increase/decrease in basis points	Effect on profit (Rs.)
March 31, 2021	INR	+50 bps
	INR	-50 bps
March 31, 2020	INR	+50 bps
	INR	-50 bps

The assumed movements in basis points for the interest rate sensitivity analysis is based on currently observable market environment, showing a significant higher volatility than in prior years

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade receivables

Customer credit risk is managed subject to the Company's established policy, procedure and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limit which are defined in accordance with

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this assessment. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance.

An impairment analysis is performed at each quarter end on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and are assessed for impairment collectively. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in largely independent markets.

The Company has provided for their trade receivables and holds adequate advances against the residual trade receivables in group companies. Hence, the Company is not exposed to any kind of credit risk arising from trade receivables.

Financial instruments and cash deposits

Credit risk from balances with banks financial institutions/others is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved banks and within limits assigned to each bank by the Company.

Liquidity risk

Liquidity risk is the risk that the Company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the Company to manage liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation.

The Company monitors its risk of a shortage of funds through fund management exercise at regular intervals.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Rs.					
Year ended March 31, 2021	On demand	Less than 12 months	1 to 5 years	> 5 years	Total
Current borrowings					
Loans from related party	2,554.31	-	-	-	2,554.31
Other financial liabilities	-				
Interest accrued but not due on borrowings	333.51	-	-	-	333.51
Security Deposits	-	1.15	-	-	1.15
Other payable	-	23.06	-	-	23.06
Trade and other payables					
Trade payables	-	2.76	-	-	2.76

Rs.					
Year ended March 31, 2020	On demand	Less than 12 months	1 to 5 years	> 5 years	Total
Borrowings					
Term loan from Banks	-	-	-	-	-
Current borrowings					
Loans from related party	2,466.37	-	-	-	2,466.37
Other financial liabilities					
Interest accrued but not due on borrowings	121.23	-	-	-	121.23
Security Deposits	1.15	-	-	0	1.15
Other payable	-	193.68	-	-	193.68
Trade and other payables					
Trade payables	-	2.34	-	-	2.34

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31. Capital management

The Company is accountable to its sole shareholder, Vinay Cements Limited. The performance of the Company is supported by the intermediate holding Company. The intermediate holding company by itself or through sister subsidiary companies influxes capital to maintain or adjust the capital structure of the Company and reviews the fund management at regular interval and takes necessary actions to maintain the requisite capital structure. There are no major changes to the objectives policies or processes for managing capital during the years ended March 31, 2021 and March 31, 2020.

Particulars	As at March 31, 2021 Rs.	As at March 31, 2020 Rs.
Borrowings (Including interest accrued but not due on borrowings)	2,887.82	2,587.60
Trade payables	2.76	2.34
Other payables	24.21	194.83
Less: Cash and cash equivalents	6.98	3.13
Net debt	2,907.81	2,781.64
Equity Share capital	363.32	363.32
Other equity	(109.87)	47.62
Total Capital	253.45	410.94
Capital and net debt	3,161.26	3,192.58
Gearing ratio	NA	NA

32. The Company has taken loans and advances from various companies. Loans and advances outstanding as at year end are given in below mentioned table as required u/s 186(4) of the Companies Act, 2013:

Particulars	Year ended	Opening	Loans and advances given	Repayment	Closing
Loans and advances from related parties					
Holding Company:					
Dalmia Cement (Bharat) Limited - Term Loan	March 31, 2021	-	-	-	-
	March 31, 2020	200.00	-	200.00	-
intermediate Holding Company:					
Calcom Cement India Limited	March 31, 2021	2,466.37	87.94	-	2,554.31
	March 31, 2020	191.61	4,933.97	2,659.21	2,466.37
Holding Company:					
Vinay Cement Limited	March 31, 2021	-	-	-	-
	March 31, 2020	1,458.42	68.98	1,527.40	-

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Notes to Financial Statements as at and for the year ended March 31, 2021

All amounts stated are in ₹ lakhs except wherever stated otherwise

33. Related Party Disclosures

a) Names of related parties and related party relationship

Holding Company	Vinay Cement Limited (Parent Company) Calcom Cement India Limited (Intermediate Parent Company) Dalmia Cement (Bharat) Limited (Intermediate Parent Company) Dalmia Bharat Limited (Ultimate Holding Company)
Fellow Subsidiary	SCL Cements Limited
Enterprises over which Key Managerial Personnel / Share Holders / Relatives have significant influence	Dalmia Bharat Group Foundation
Key Managerial Personnel and their Relatives	Dronamraju Giridhara Venkata Gopala Krishna Swaroop (Director)(till 10.06.2020) Dharmendra Tuteja (Director) Naveen Jain (Director) Sunil Mahajan (Director, w.e.f. 10/06/2020)

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Notes to Financial Statements as at and for the year ended March 31, 2021

All amounts stated are in ₹ lakhs except wherever stated otherwise

(b) Related party transactions

Transactions carried out during the year with related parties referred in (a) above, in the ordinary course of business, are as follows-

Nature of Transaction	Holding Company		Fellow Subsidiary		Key Management	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
Management service Income						
Calcom Cement India Limited	12.67	13.65	-	-	-	-
Reimbursement of expenses by the Company to						
Calcom Cement India Limited	-	3.77	-	-	-	-
Director Sitting Fees						
Dharmendra Tuteja	-	-	-	-	-	0.10
Dronamraju Giridhara Venkata Gopala Krishna Swaroop	-	-	-	-	-	0.10
Naveen Jain	-	-	-	-	0.10	0.10
Finance Cost-Interest on borrowings						
Calcom Cement India Limited (Current Borrowings)	392.88	295.97	-	-	-	-
Vinay Cement Limited (Current Borrowings)	-	133.87	-	-	-	-
Dalmia Cement Bharat Limited (Term Loan)	-	12.15				
Loan Taken						
Vinay Cement Limited (Current Borrowings)	-	68.98	-	-	-	-
Calcom Cement India Limited (Current Borrowings)	87.93	4,933.97	-	-	-	-
Loans Repaid by the Company						
Calcom Cement India Limited (Current Borrowings)	-	2,659.21	-	-	-	-
Dalmia Cement Bharat Limited (Non Current Borrowings)	-	200.00	-	-	-	-
Vinay Cement Limited (Current Borrowings)	-	1,527.40	-	-	-	-

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Notes to Financial Statements as at and for the year ended March 31, 2021

All amounts stated are in ₹ lakhs except wherever stated otherwise

Nature of Transaction	Holding Company		Subsidiary Company		Key Management Personnel & their relatives		Enterprises over which key Management Personnel and/or their relatives have significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
Balances at year end								
Advance from Customers (Other Current Liabilities)								
Calcom Cement India Limited	-	0.22	-	-	-	-	-	-
Advance to Related party (Other current assets)								
Dalmia Bharat Group Foundation	-	-	-	-	((290))**	((290))**	-	-
Trade Payables								
Vinay Cement Limited	-	0.13	-	-	-	-	-	-
Interest accrued but not due - (Other financial liabilities)								
Calcom Cement India Limited#	333.51	120.12	-	-	-	-	-	-
Vinay Cement Limited	-	1.11			-	-	-	-
Corporate guarantee given by the company against term loan of intermediate holding company								
Calcom Cement India Limited	24,649.01	26,010.58	-	-	-	-	-	-
Current borrowings (unsecured)*								
Calcom Cement India Limited	2,554.31	2,466.37	-	-	-	-	-	-

**Figures in double brackets are absolute amounts and not rounded off.

*** Loans from Parent Company and intermediate Parent Company:**

The Company has received loan from Intermediate Parent company and Parent Company which are unsecured and repayable on demand. These loans carry interest @ 15% p.a. (15%-18% p.a.). The loans have been utilized by the Company for meeting the working capital requirements.

1. Management service Income

a) All the direct expenses to be charged on cost to cost basis.

2. Sale/Purchase:

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs by RTGS/NEFT. There have been no guarantees provided or received for any related party receivables or payables. Trade payables are non-interest bearing and are normally settled on 30-60 day term. Trade receivables are non-interest bearing and are normally settled on 0-21 day term.

3. Corporate Guarantee given by company against the term loan of intermediate holding:

The Company had given guarantee in favour of lenders on loans taken by the intermediate Parent Company.

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Notes to Financial Statements as at and for the year ended March 31, 2021

All amounts stated are in ₹ lakhs except wherever stated otherwise

34. Details of dues to Micro and Small Enterprises as per MSMED Act 2006

The Company has not received any memorandum from any party (as required to be filled by the suppliers with the notified authority under The Micro, Small and Medium Enterprises Act, 2006, as amended) claiming their status as Micro, Small and Medium Enterprises. Consequently the amount paid/payable to these parties during the year is NIL and no disclosures therefore are required to be made.

35. Impairment of property plant & equipment

In terms of Ind AS 36 the management has carried out the impairment testing of property plant & equipment. The carrying value of each cash generating unit (CGU) is lower than their respective recoverable value arrived at based on their 'fair value less cost to sell' adjusted by depreciation. "capital value less cost to sell" is computed using the adjusted composite rate method based on the demand, location and present condition of the assets reduced by depreciation.

36. The Company has incurred a net loss of Rs. 157.49 for the year ended March 31, 2021 (Rs. 441.94 during the year ended March 31, 2020) resulting into the accumulated losses amounting to Rs. 403.20 as at March 31, 2021 (Rs. 245.71 as at March 31, 2020) which has substantially eroded the net worth of the Company. The current liabilities exceeded its current assets by Rs. 2,918.66 as at March 31, 2021 (Rs. 2,867.01 as at March 31, 2020). Further, its intermediate Holding Company-Dalmia Cement (Bharat) Limited and Calcom Cement India Limited has confirmed to continue to provide requisite financial and operational support for the continued operations of the Company as and when required. In making its assessment, management acknowledges that the ability of the Company to continue as a going concern is dependent on the continued support of Dalmia Cement (Bharat) Limited and Calcom Cement India Limited as and when required in the future. As a result, the financial statements of the Company have been prepared on a going concern basis.

37. The Government of India ('GOI') on December 24, 1997 announced industrial policy for development of industries in North East region with a promise to give 100% exemption on Excise Duty (paid in cash) by way of 'remission' for 10 years from the date of commencement of commercial production, and the same was continued in the second policy issued on April, 2007. In the year 2008, the GOI abruptly modified remission entitlement vide notifications dated March 27, 2008 and June 10, 2008 restricting the remission amount to value addition ('notified rate'). Department started refunding excise remission as per notified rate but not 100 % of excise duty paid from PLA. The Company approached Gauhati High Court for sanction of 100 % remission on principal of promissory estoppel along with other petitions and the same was allowed vide order dated November 20, 2014. Accordingly, the Company had accrued 100 % remission income in the books. Against the order of High Court, department filed a SLP(C) before the Hon'ble Supreme Court, for stay of the order of Gauhati High Court. The Supreme Court stayed order of high Court ('Interim Order') with a condition to refund 50% of the disputed amount on December 07, 2015. Finally, the Supreme Court pronounced decision on April 22, 2020 and held that amendment in notification is in continuance of earlier policy. Accordingly, the Company, during the last year has written off amount of Rs. 68.53 which was pending for refund and has, further, in the last year made provision of Rs. 68.53 (Refer note 15) being amount already refunded in lieu of Interim Order passed by the Hon'ble Supreme Court both of which are over and above said notified rate ('disputed amount'). During the current year company has paid Rs. 68.53 upon receipt of demand cum recovery notice.

38. All events or transactions that have taken place between March 31, 2021 and date of signing of the financial statements and for which the Indian Accounting Standard 10 – 'Events after the Reporting Period' ("Ind AS 10") requires disclosure/ adjustment are disclosed and/ or adjusted in the financial Statements.

39. Previous year's figures are given in brackets.

As per our report of even date

For Deloitte Haskins & Sells
Chartered Accountants
Firm Registration No. 015125N

Rajesh Kumar Agarwal
Partner
Membership No. 105546

Place: New Delhi
Date: April 29, 2021

For and on behalf of the Board of Directors of
RCL Cements Limited

Dharmender Tuteja
Director
DIN : 02684569

Ganesh Jirkuntwar
Director
DIN : 07479080

Place: New Delhi
Date: April 29, 2021