

D.P. WIRES LIMITED

L27100MP1998PLC029523

ANNUAL REPORT

F.Y. - 2018-19

Company Information**Board of Directors**

Mr. Praveen Kataria, Managing Director
Mr. Hemant Kataria, Whole-Time Director
Mr. Hemant Kataria, CFO (KMP)
Mr. Kanti Lal Kataria, Non executive Director
Ms. Anil Kumar Mehta, Independent Director
Mr. Madhubala Jain, Independent Director
Ms. Krutika Maheshwari, Company
Secretary & Compliance Officer

Audit Committee

Mr. Anil Kumar Mehta
Ms. Madhubala Jain
Mr. Praveen Kataria

Nomination and Remuneration Committee

Mr. Anil Kumar Mehta
Ms. Madhubala Jain
Mr. Hemant Kataria

Stakeholder's Relationship Committee

Mr. Anil Kumar Mehta
Ms. Madhubala Jain
Mr. Kantilal Kataria

Company Secretary and Compliance Officer

CS Krutika Maheshwari

Chief Financial Officer

Mr. Hemant Kataria

Internal Auditor

M/s Sachin Moonat & Associates
Chartered Accountant, Ratlam

Independent Auditor

M/s Anil Kumar Garg & Company,
Chartered Accountants, Indore

Secretarial Auditor

CS Shweta Garg,
Company Secretary,
Indore

Registered Office

16-18A, Industrial Estate, Ratlam MP
457001 IN
Tel. No.: +91-7412-261130
E-mail Id: info@dpkataria.in
Website: www.dpwires.co.in

Registrar and Transfer Agent

Bigshare Services Private Limited
E-2/3, Ansa Industrial Estate, Sakivihar
Road, Saki Naka, Andheri (E), Mumbai –
400 072, India
Phone No.: 91-22-40430200
E-mail id : investor@bigshareonline.com
Fax : 91-22-2847 5207

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ENCLOSURES:

1. Notice of the 21st Annual General Meeting.
2. Attendance Slip and Form of Proxy.



CHAIRMAN'S MESSAGE

Dear Shareholders,

It is my pleasure to present you the highlights of our Company's performance for the financial year ended March 31st, 2019. We experienced a year of continued momentum, with stability, growth and positive developments across our Company. We grew in revenue and launched new technology segments. Our momentum heading into Financial Year 2019 is even more exciting. We have a strong team of senior leaders, who demonstrate total commitment to growth, innovation, and collaboration in creating delightness for our clients. We, at DP WIRES Ltd, have embarked on this journey into the new Digital Age at an exciting and promising time for us to shape the future of LRPC Strand Wires, Geomembrane, Plastic Film Sheet, Spring Steel Wires and Galvanised Steel Wires. Backed by your support, we will continue to create excellence for our clients across the globe. At this juncture, we look back at our nearly two decade long journey with immense sense of achievement. We started as a small privately run outlet from a small office in Ratlam (M.P.) and grew at a steady pace crossing many milestones during this period.

In Financial Year 2019, our dedication to create customized technology solutions enabled us to continue our streak of successful business year. The focus of the Company is to continue to deliver value to our clients; to add value to business partners; give career & growth opportunities to our team members and grow profitability across businesses, ultimately leading to maximization of shareholder value & return.

BUSINESS PERFORMANCE: The consolidated financial performance for the 12 months ended March 31, 2019, is as follows:

- Total revenue from operations at Rs. 33072.39 Lakhs for the year ended March 31, 2019, as against Rs. 20719.56 Lakhs for the corresponding previous period showing a tremendous growth of around 60%.
- PBT of Rs. 2428.71 Lakhs for the year ended March 31, 2019, as against Rs. 1,493.23 Lakhs for the corresponding previous period. The PBT increased by 62.65% as compared to previous year.
- EPS of Rs. 12.81/- for a face value of Rs. 10/- per share. The EPS has also shown an handsome growth of 28.1%.

FUTURE PLANS: Going forward we are focusing on a client centric growth strategy targeting larger account sizes and growing our customer base. Profitable growth in new geographies is another important part of our strategy. Our customer centric strategy will lead to a strong

Performance at a consolidated level and our value added service offerings will distinguish DP WIRES Ltd. in a competitive marketplace. We begin FY2019-20 feeling inspired, excited, and purposeful. We have innovative and varied service offerings that strengthen one another, talented people at every level of the organization, a strategy that is working towards enhancing value, a commitment to diversity and inclusion, and a culture with heart and integrity at its core. Your trust is what drives us! We are looking forward to the next stage of our shared success. Human capital remains the core of our success and we have continued and will continue to invest considerable efforts in this direction. We have a great, dedicated team and it is an honor to work with them. Their hard work is not only gratifying but critical for us to accomplish what we and our shareholders aim to achieve. I am grateful to our wonderful team, customers, employee and shareholders and R.M suppliers for supporting us and joining us on this incredible journey going forward.

Thank You

ForDP WIRES Limited

Sd/-

PRAVEEN KATARIA

Chairman & Managing Director

BOARD'S REPORT

To,
The Members,

Your directors have pleasure in presenting their 21st Annual Report on the business and operations of the company and the accounts for the financial year ended March 31, 2019.

1. Financial Results:

The details regarding financial performance of the company for financial year ended 31st March, 2019 are as follows:

Particulars	Standalone (Rs. In Lacs)	
	Current Financial Year (2019)	Previous Financial Year (2018)
Revenue from Operations	33072.39	20719.56
Other Income	122.21	15.81
Net Income from Wind mill Unit	71.27	66.35
Total Income	33265.87	20801.72
Profit/loss before Depreciation, Finance Costs, Exceptional items and Tax Expense	2721.21	1742.95
Less: Depreciation/ Amortization/ Impairment	140.57	117.71
Add/(less): Exceptional items	Nil	0.76
Profit /loss before Tax Expense	2580.64	1624.48
Less: Tax Expense (Current & Deferred) + Excess provision of previous year written back	690.63	510.62
Less: Finance Costs	151.94	131.25
Profit /loss before Exceptional items and Tax Expense	1738.07	982.61
Profit /loss for the year (1)	1738.07	982.61
Total Comprehensive Income/loss (2)	Nil	Nil
Total (1+2)	1738.07	982.61
Balance of profit /loss for earlier years	2133.71	1899.90
Less: Transfer to Debenture Redemption Reserve	Nil	Nil
Less: Transfer to Reserves	200.00	Nil
Less: Dividend paid on Equity Shares	Nil	Nil
Less: Dividend paid on Preference Shares	Nil	Nil
Less: Dividend Distribution Tax	Nil	Nil
Less: Bonus Shares issued	Nil	748.80
Balance carried forward	3671.78	2133.71

2. Overview of the company, analysis of financial results and Performance Review

Your company is engaged in manufacturing and supply of Steel wires, plastic pipes and plastic films which find its application in industries like oil & gas, power, environment, civil, energy, automobile, infrastructure etc. All our manufacturing divisions are situated in a single premise at Industrial Estate, Ratlam. We are also engaged in power generation through 2 wind farms of 0.80 MW each in village Okha-Madhi and Jodhpur in District Jamnagar. We have entered into PPA with Gujarat Urja Vikas Nigam Limited for sale of electricity generated through these wind farms for a period of 20 years. Both these wind farms were installed on turnkey basis by Enercon India Pvt. Ltd. in the year 2006-07.

We have developed a renowned name in the field of steel wire and plastic industry having ISO 9001-2008 certification that highlights our capability and facilities requisite for the development of the best in class PE Film, Plastic Films, Pond Lining Film, HDPE Film, Cap Covers, Wires, and others.

During the year under review, the turnover of the company increased from 20719.56 Lakhs to Rs. 33065.87 Lakhs. The turnover has increased by 59.59% on YOY basis. The earning before tax, interest and depreciation (EBITDA) also increased from Rs. 1742.95 Lakhs to Rs. 2721.21 Lakhs, showing a tremendous growth of 56.13% on YOY basis. Profit after tax is also increased from Rs. 982.61 Lakhs in previous year to Rs. 1738.07 Lakhs in the current year. The profit after tax also showed an increase of 76.88%.

During the current financial year, the company has already achieved good turnover and expects the same to be increased manifold.

Your Company has adequate production capacity to meet the increased demand of the Customers. The Company has wide basket of products which caters to our customers across the globe with presence in countries like Nepal, Oman, Doha, Muscat, Uganda, Shrilanka, Kenya, Nigeria etc. R&D Department of the Company looks after the innovation and also take into consideration the standards laid down under the ISO certification 9001:2015. At Present there are only three suppliers who are dealing in Stranded Wires and we are an approved supplier of various Government authorities like National Highway Authority in India (NHAI), National Thermal Power Corporation Limited (NTPC), Delhi Metro Rail Corporation Limited (DMRC), Public Works Department (PWD), Central Public Work Department (CPWD), Railways, large public and private sector industries etc. Due to increased overseas demand and technological advancement, the Company has wide opportunities to expand its business operations and product base across the Globe. The development of a country's infrastructure is vital to the growth of its sectors and the overall economy. There is an opportunity for DP Wires Limited to become more organized, through organic growth and acquisitions. This would improve overall construction quality. Strong population growth and a growing economy is fueling demand for infrastructure. The government is looking to attract private companies to invest in infrastructure through public-private partnership (PPPs). Growing recognition of "Made in India brand" in global market, company sees many opportunities in renewable power in India. Our Company is engaged in power generation for Gujarat Urja Vikas Nigam Limited. We have set up wind energy based 2 wind farms of 0.80 MW each in village Okha-Madhi and Jodhpur in District Jamnagar, Gujarat. These wind farms are connected by 33kV grid capacity Enercon Site, sub-station at Bhogat.

3. Change in nature of business

There was no change in nature of business of the company during the year under review.

4. Extract of Annual Return

Pursuant to the provisions of Section 92(3) and Section 134 (3) (a) of the Companies Act, 2013 read with rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in Form MGT 9 is attached herewith as **Annexure I** and forms part of this report. The annual return is available on the web site of the company i. e. [www. dpwires.co.in](http://www.dpwires.co.in)

5. Reserves

The amount of surplus of Rs. 17,38,06,915/- (Rupees Seventeen Crores Thirty Eight Lakhs Six Thousand Nine Hundred and Fifteen only) of Profit and Loss account has been transferred to Reserve and Surplus account in the Balance Sheet. The company has transferred an amount of Rs. 2,00,00,000/- to General Reserve account. Final amount of reserve and surplus account as on 31.03.2019 is Rs. 68,40,78,362/- including general reserve of Rs. 2,50,00,000/- and Securities Premium Account of Rs. 29,19,00,000/-.

6. Dividend

No dividend was declared for the current financial year due to conservation of profits and continued investment in the business.

7. Listing Fee

The company confirms that the annual listing fee payable to NSE Limited has been duly paid.

8. Directors and Key Managerial Personnel

In compliance with the provisions of Section 149 & 152 read with Schedule IV all the other applicable provisions of Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (LODR) regulations, 2015, the composition of board of directors of the company is as follows:

S. No.	Name	DIN/PAN	Designation
1.	Mr. Kanti Lal Kataria	00088599	Non-Executive Director
2.	Mr. Praveen Kataria	00088633	Managing Director
3.	Mr. Hemant Kataria	00088833	Whole Time Director & CFO
5.	Mr. Anil Kumar Mehta	07657024	Independent Director
6.	Ms. Madhubala Jain	07657026	Independent Director
7.	Ms. Krutika Maheshwari	AVJPM3289R	Company Secretary and Compliance Officer

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company Mr. KantiLal Kataria(Managing Director) (DIN: 00088599) is liable to retire by rotation and being eligible, seeks re-appointment at the ensuing Annual General Meeting. The Board of Directors recommends his re-appointment. Mr. KantiLalKataria is not disqualified under Section 164(2) of the Companies Act, 2013.

Brief resume of the Director proposed to be reappointed, nature of his experience in specific functions and area and number of public companies in which he holds membership/chairmanship of Board and Committees, Shareholdings and inter-se relationships with other directors as stipulated under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided in the ‘Annexure to the Notice of AGM’ forming part of the Annual Report.

9. Meetings of the Board of directors:

The directors of the company met at regular intervals with the gap between two meetings not exceeding 120 days to take a view on company’s policies and strategies apart from the board matters. The notices of the meetings are given well in advance to all the directors of the company. Additional meetings were held depending upon the requirements of the company. During the year under review the board met 10 times and dates of board meetings are as follows:

S. No.	Date of board meeting
1.	14 th May, 2018
2.	29 th May, 2018
3.	14 th August, 2018
4.	12 th September, 2018
5.	13 th November, 2018
6.	16 th November, 2018
7.	15 th December, 2018
8.	30 th January, 2019
9.	26 th February, 2019
10.	25 th March, 2019

Attendance of directors:

S. No.	Name of director	Number of board meetings	
		Held	Attended
1.	KantiLal Kataria	10	10
2.	Praveen Kataria	10	10
1	Hemant Kataria	10	10
4.	Anil Kumar Mehta	10	10
5.	Madhubala Jain	10	8

10. Directors’ Responsibility Statement

Pursuant to the provisions of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your directors state that—

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

11. Board's Evaluation

In compliance with the provisions of Section 134(3)(p) of the Act read with Rule 8(4) of the Companies (Accounts) Rules, 2014, the board carried out annual evaluation of its own performance, that of its Committees and individual directors.

The performance of board and its committees was evaluated by the board after seeking input from all the directors on the basis of the criteria, such as composition and structure of the Board, quality of deliberations, effectiveness of the procedures adopted by the Board, participation at the Board and committee meetings, governance reviews etc. Performance of individual directors was evaluated on the basis of criteria like transparency, analytical abilities, qualifications, leadership qualities, experience, participation in the long-term strategic planning and responsibilities shouldered.

12. Particulars of loans, guarantees or investments under section 186

The details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 and rules made thereunder are shown under Note No. 11&15 in the Notes to the Financial Statements.

13. Related Party Transaction:

All related party transactions entered into by the company during the year were on an arm's length basis and in the ordinary course of business. During the year no transaction was entered into by the company with key managerial personnel. The company did not enter into any related party transactions which were in conflict with its interest. Statement of transaction with related parties in summary form are periodically placed before the audit committee and are approved by committee, in compliance with Section 134(3)(h) of the Act and rule 8 (2) of Companies (Accounts) Rules, 2014, particulars of Related Party transactions are given in Form of AOC-2 as **Annexure II** to this report.

14. Commission from holding or subsidiary company:

As the company is not having any holding or subsidiary company, details as required regarding receipt of commission by Managing or whole time director of the company from holding or

subsidiary of the company in accordance with the provisions of Section 197 (14) are not applicable.

15. Particulars Of Employee and Related Disclosures

The ratio of remuneration of each Director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of the Board's Report under "**Annexure – III**" as **Median Remuneration**.

The company was not having any employee, who was in receipt of remuneration as specified under Rule 5 (2) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, hence the details as required under that rule are not applicable on the company.

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the list of the top 10 employees in terms of remuneration forms part of the Board's Report under "**Annexure-IV**"

16. Audit Committee

The company had constituted an Audit Committee pursuant to the provisions of Section 177 of the Companies Act, 2013. Terms of reference of Audit Committee covers the matters specified for Audit Committee in Section 177 of the Companies Act, 2013 read with Rule No. 6 of the Companies (Meetings of Board and its Power) Rules, 2014. The Role of the Audit Committee is as prescribed under Section 177 of the Companies Act, 2013.

The chairman of the Audit Committee is Mr. Anil Kumar Mehta. During the year 2018-19, 4 Audit Committee meetings were held on 14th May, 2018, 29th May, 2018, 13th November, 2018 & 25th March, 2019.

The composition of the Audit Committee and number of meetings attended by the members are given below:

Name of director	Position held	No. of meetings attended
Mr. Anil Kumar Mehta	Chairman	4
Ms. Madhubala Jain	Member	2
Mr. Praveen Kataria	Member	4

17. Nomination and Remuneration Committee

The function performed by the Nomination and Remuneration are as prescribed under Companies Act, 2013 and rules made there under.

18. Stakeholders' Relationship Committee

The function performed by the Nomination and Remuneration are as prescribed under Companies Act, 2013 and rules made there under.

19. Vigil Mechanism/whistleblower Policy

In Compliance with the provision of section 177(9) of the Act read with Rule 7 of Companies (Meeting of Board and its Power) Rules, 2014, the company formulated a Vigil Mechanism for directors and employees to report concerns.

20. Corporate Governance

Provisions of Regulation 17 to 27 related with Corporate Governance read with Schedule V (c) of SEBI (LODR) 2015 are not applicable on the company.

21. Corporate Social Responsibility (CSR)

The company has constituted a CSR committee with following persons as its members:

Name of director	Position held	No. of meetings attended
Mr. Anil Kumar Mehta	Chairperson	1
Mr. Praveen Kataria	Member	1
Mr. Hemant Kataria	Member	1

The CSR committee is under process to frame a policy for CSR in consultation with board of directors and it keeps recommending the company from time to time.

The company was having an opening balance of Rs. 1214428/- in its CSR Provision Account. The company spent an amount of Rs. 1483967/- towards various CSR activities. The CSR spending of the company include Women empowerment and girl education, donation to CARE India Welfare Trust, CARE Promise Welfare Society and Army Welfare Fund Battle Casualties. Further the company also spent for education and food for poor and needy people by donating to various societies and trusts.

During current financial year 2018 – 2019, provision of Rs. 16,32,125/- (Rs. Sixteen Lakhs Thirty Two Thousand One Hundred and Twenty Fiveonly) was made for Corporate Social Responsibility.

22. Material changes and commitments affecting the financial position of the company

Following material changes have taken place after closure of financial year and before date of signing of board's report:

1. CA SachinMoonat has been appointed as Internal Auditor of the Company at the board meeting held on 18.05.2019.
2. CS ShwetaGarg has been appointed as Secretarial Auditor of the company at the board meeting held on 18.05.2019.

23. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo in terms of Section 134 (3) (m) read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 are given in **Annexure V** which is part of this Report.

24. Details of Subsidiary/Joint Ventures/Associate Companies

As the company is not having any subsidiary/joint venture/Associate Companies, the details in terms of Section 134 (3) (q) read with Rule 8 (5) (iv) of the Companies (Accounts) Rules, 2014 are nil.

25. Deposits

As the company has not accepted any deposits covered under Chapter V of the Act, the details in terms of Section 134 (3) (q) of the Companies Act, 2013 read with Rule 8 (5) (v) and (vi) of the Companies (Account) Rules, 2014 are nil.

26. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

No significant or material orders are passed during the financial year by the regulators or courts or tribunals which might impact the going concern status and company's operation in future.

27. Details in respect of adequacy of internal financial controls with reference to the Financial Statements.

Your Company has put in place adequate internal financial controls with reference to the financial statements, some of which are outlined below:

Your Company has adopted accounting policies which are in line with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 that continue to apply under Section 133 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and relevant provisions of the Companies Act, 1956, to the extent applicable.

A system of strict internal control, including suitable monitoring procedures has always believed that transparency, systems and controls are important factors in the success and growth of any organization.

The Company has an adequate system of internal control supported by an extensive programme of internal control; and systems are established to ensure that financial and other records are reliable for preparing financial statements.

Internal Audit Reports and significant Audit observations are brought to the attention of the Audit Committee of the company. The internal controls existing in the Company are considered to be adequate vis-a-vis the business requirements.

Your Company ensures adequacy with its current size and business, to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of laws and regulations. It is supported by the internal audit process and will be enlarged to be adequate with the growth in the business activity.

28. Internal Auditors

In accordance with the provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of Companies (Accounts) Rules, 2014, the company has appointed CA Sachin Moonat, Chartered Accountant, Ratlam as internal auditor of the company. The purpose of internal audit is to examine that the company is carrying out its operations effectively and performing the processes, procedures and functions as per the prescribed norms. The internal auditors review the adequacy and efficiency of the key internal controls guided by the Audit Committee.

29. Explanation or comments on Auditor's Report:

Auditor's report being self-explanatory, no comments are required to be given in terms of Section 134 (3) (f) (i).

30. Secretarial Audit

Pursuant the provision of the Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial personal) Rules, 2014, the board appointed CS Shweta Garg, Practicing Company Secretary, Indore to conduct Secretarial Audit of the Company for the financial year 2018 –2019. The Secretarial Audit report in Form MR 3 is attached as **Annexure VI** and forms part of this report. The Secretarial Audit Report is self-explanatory and no comments are required to be given on the same.

31. Cost Audit

The Board had appointed M/s M P Turakhia & Associates, Cost Accountants (Firm Registration No. :19811), as Cost Auditor for conducting audit of cost records of the Company for the Financial Year 2018-19.

The observations of the Cost auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and does not call for any further comment.

32. Management Discussion and Analysis

Management Discussion and Analysis Report for the year 2018-19, as stipulated under Regulation 34(2)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as **Annexure VII** forming part of this Annual Report, and gives detail of overall industry structure, developments performance and state of affairs of the Company's operations during the year.

33. Risk Management Policy

The risk management framework of the company defines roles and responsibilities for arriving at risk rating criteria for assessing risk impact, likelihood of risks and effectiveness of mitigations

plans. The process includes identifications of risks involved in various areas, zeroing on ‘risk that matter’, assessing mitigation plan and preparedness to face ‘risk that matter’

34. Disclosure in respect of loan to employees for purchase of own shares

The company has not given any loan to any of the employees for purchasing its shares, hence the information pursuant of Section 67 of the Act read with Rule 16 of Companies (Share Capital & Debentures) Regulations, 2014 are nil.

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

As per the requirement of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 (‘Act’) and rules made there under, your Company has adopted a Sexual Harassment Policy for women to ensure healthy working environment without fear of prejudice, gender bias and sexual harassment.

The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

36. Issue of Equity shares with differential voting rights, Sweat Equity, ESOP etc.

The company has not issued any equity shares with differential voting rights, Sweat Equity Shares or Shares to its employees under “Employee Stock Option Scheme” during the financial year.

37. Changes in Share Capital

During the Financial Year 2018 - 19, there was no change in the share capital of the company.

38. Auditors

The Auditors, M/s Anil Kamal Garg & Company, Chartered Accountants, Indore, were appointed as statutory auditors for a period of 5 years from the conclusion of 16th Annual General Meeting till the conclusion of 21st Annual General Meeting. As the term for auditors is coming to an end at the conclusion of ensuing Annual General Meeting, the board recommends to reappoint the auditors for another term of 5 years from the conclusion of 21st Annual General Meeting till the conclusion of 26th Annual General Meeting. The auditors have given a declaration to the company to the effect that the firm is not disqualified to be appointed as auditor in terms of the provisions of Section 141 of the Companies Act, 2013 read with Rule 4 and Rule 10 of the Companies (Audit & Auditors) Rules, 2013.

39. Acknowledgements

Your Directors convey a sense of high appreciations to all the employees of the company for their hard work, dedication continued commitment and significant contributions. Your Directors are grateful to acknowledge the support and cooperation's received from various departments of the Central and State Governments, Members, Business Associates, Analysts, Banks, Financial Institutions, Customers, Distributors and Suppliers.

For & on behalf of the Board of Directors

Place : Ratlam
Date :30.08.2019

Sd/-
Hemant Kataria
WTD (DIN:00088833)
63, Ghas Bazar, Ratlam,
457001 MP IN

Sd/-
Praveen Kataria
MD (DIN: 00088633)
63, Ghas Bazar, Ratlam,
457001 MP IN

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

I REGISTRATION & OTHER DETAILS:

i	CIN	L27100MP1998PLC029523
ii	Registration Date	26/02/1998
iii	Name of the Company	D P WIRES LIMITED
iv	Category/Sub-category of the Company	Company Limited by shares/Indian Non-Government Company
v	Address of the Registered office & contact details	16-18A, Industrial Estate, Ratlam, Madhya Pradesh, 457001, India E mail ID : info@dpkataria.in Website : www.dpwires.co.in Phone No. +91-7412-261130
vi	Whether listed company	Yes
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited, E23, AnsaIndustrial Estate, Sakivihar Road, Saki Naka, Andheri (E), Mumbai 40072, India. Ph. No. 022 2847 5207 Email Id: investor@bigshareonline.com Website: www.bigshareonline.com

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S No	Name & Description of main products/services	NIC Code of the Product /service	Amount of Turnover	% to total turnover of the company
1	Wires & Allied Materials	25993	2836483064	85.77%
2	Plastic & allied materials	22201	204624278	6.19%
3	Traded Goods	46693	258101029	7.80%
4	Job Work receipts	74909	8030463	0.24%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

S No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
Nil					

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

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	7657520	0	7657520	56.44%	7657520	0	7657520	56.44%	0.00%
b) Central Govt.or State Govt.	0	0	0	0.00%	0	0	0	0	0.00%
c) Bodies Corporates	1736000	0	1736000	12.79%	1736000	0	1736000	12.79%	0.00%
d) Bank/FI	0	0	0	0.00%	0	0	0	0	0.00%
e) Any other	0	0	0	0.00%	0	0	0	0	0.00%
SUB TOTAL:(A) (1)	9393520	0	9393520	69.23%	9393520	0	9393520	69.23%	0.00%
(2) Foreign									
a) NRI- Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Other Individuals	0	0	0	0.00%	0	0	0	0	0.00%
c) Bodies Corp.	0	0	0	0.00%	0	0	0	0	0.00%
d) Banks/FI	0	0	0	0.00%	0	0	0	0	0.00%
e) Any other...	0	0	0	0.00%	0	0	0	0	0.00%
SUB TOTAL (A) (2)	0	0	0	0.00%	0	0	0	0.00%	0.00%
Total Shareholding of Promoters (A)= (A)(1)+(A)(2)	9393520	0	9393520	69.23%	9393520	0	9393520	69.23%	0.00%
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00%	0	0	0	0	0.00%
b) Banks/FI	0	0	0	0.00%	0	0	0	0	0.00%
C) Central govt	0	0	0	0.00%	0	0	0	0	0.00%
d) State Govt.	0	0	0	0.00%	0	0	0	0	0.00%
e) Venture Capital Fund	0	0	0	0.00%	0	0	0	0	0.00%
f) Insurance Companies	0	0	0	0.00%	0	0	0	0	0.00%
g) FIIS	0	0	0	0.00%	0	0	0	0	0.00%
h) Foreign Venture Capital Funds	0	0	0	0.00%	0	0	0	0	0.00%
i) Others (specify)	0	0	0	0.00%	0	0	0	0	0.00%
SUB TOTAL (B)(1):	0	0	0	0.00%	0	0	0	0	0.00%
(2) Non Institutions									
a) Bodies corporates									

i) Indian	800467	0	800467	5.90%	628800	0	628800	4.63%	-1.27%
ii) Overseas	0	0	0	0	0	0	0	0	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	763200	0	763200	5.63%	716800	0	716800	5.28%	-0.34%
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	2596413	0	2596413	19.14%	2817680	0	2817680	20.77%	1.63%
c) Others (specify) NRI	14400	0	14400	0.11%	11200	0	11200	0.08%	-0.02%
SUB TOTAL (B)(2):	4174480	0	4174480	31%	4174480	0	4174480	31%	0.00%
Total Public Shareholding (B)= (B)(1)+(B)(2)	4174480	0	4174480	31%	4174480	0	4174480	31%	0.00%
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0%
Grand Total (A+B+C)	13568000	0	13568000	100%	13568000	0	13568000	100%	0.00%

(ii) SHARE HOLDING OF PROMOTERS

S. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Hemant Kataria	40	0.00%	0	40	0%	0	0%
2	Praveen Kataria	40	0.00%	0	40	0.00%	0	0%
3	Asha Devi Kataria	5931532	43.72%	0	5931532	43.72%	0	0%
	Total	5931612	43.72%	0	5931612	43.72%	0	0%

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

S. No.	Name of Shareholders (Promoters)	No. of shares held at the beginning of the year as in 01.04.2018			No. of shares held at the end of the year as in 31.03.2019			% change in shareholding during the year
		No. of Shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Hemant Kataria	40	0%	0	40	0%	0	0.00%
2	Praveen Kataria	40	0.00%	0	40	0.00%	0	0.00%
3	Asha Devi Kataria	5931532	43.72%	0	5931532	43.72%	0	0.00%
	Total	5931612	43.72%	0	5931612	43.72%	0	0.00%

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

S. No	Name of the Shareholders	Shareholding at the beginning of the year as on 01.04.2018				Cumulative Shareholding during the year	
		Date	Increase/decrease and reason for the same	No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	SAMTA KATARIA	01.04.18	-	548040	4.04%		-
		31.03.19	-	-	-	548040	4.04%
2	SAPNA KATARIA	01.04.18	-	593120	4.37%		
		31.03.19	-	-	-	593120	4.37%
3	RANI KATARIA	01.04.18	-	584588	4.31%		
		31.03.19	-	-	-	584588	4.31%
4	SHASHANK PRAVINCHANDRA DOSHI	01.04.18	-	169600	1.25%		
		06.04.18	Buy	148800	1.10%	318400	2.35%
		31.03.19	-	-	-	318400	2.35%
5	PRANAY GODHA	01.04.18	-	251200	1.85%		
		31.03.19	-	-	-	251200	1.85%
6	AMITABH HARIVANSH RAI BACHCHAN	01.04.18	-	332800	2.45%		
		31.03.19	-	-	-	332800	2.45%
7	PANKAJ MADANLAL KATARIA (HUF)	01.04.18	-	590480	4.35%		
		31.03.19	-	-	-	590480	4.35%
8	SAN INDUSTRIES PRIVATE LIMITED	01.04.18	-	1736000	12.79%		
		31.03.19	-	-	-	1736000	12.79%
9	Choice Equity Broking Private Limited	01.04.18	-	179200	1.32%		
		06.04.18	Buy	1600	0.01%	180800	1.33%
		13.04.18	Buy	3200	0.02%	184000	1.36%
		20.04.18	Sale	1600	0.01%	182400	1.34%
		27.04.18	Sale	1600	0.01%	180800	1.33%
		18.05.18	Sale	3200	0.02%	177600	1.31%
		25.05.18	Sale	1600	0.01%	176000	1.30%
		01.06.18	Buy	1600	0.01%	177600	1.31%
		06.07.18	Sale	1600	0.01%	176000	1.30%
		20.07.18	Buy	1600	0.01%	177600	1.31%
		31.08.18	Sale	1600	0.01%	176000	1.30%
		06.09.18	Buy	1600	0.01%	177600	1.31%
		14.09.18	Buy	1600	0.01%	179200	1.32%
		12.10.18	Buy	1600	0.01%	180800	1.33%
		26.10.18	Sale	3200	0.02%	177600	1.31%
09.11.18	Sale	4800	0.04%	172800	1.27%		
18.01.19	Sale	1600	0.01%	171200	1.26%		
25.01.19	Buy	1600	0.01%	172800	1.27%		

		01.02.19	Sale	1600	0.01%	171200	1.26%
		25.01.19	Buy	1600	0.01%	172800	1.27%
		31.03.19	-	-	-	172800	1.27%
10	PREM CABLES PVT LTD	01.04.18	-	0	0.00%		-
		31.03.19	-	-	-	403516	2.97%

(v) Shareholding of Directors & KMP

Sl. No	Name of the Shareholders	Date	Increase/decrease and reason for the same	Shareholding at the end of the year as on 01.04.2018		Cumulative Shareholding during the year		
				No of shares	% of total shares of the company	No. of Shares	% of total shares of the company	
1	KANTI LAL KATARIA	01.04.18	-	40	-	-	-	
		31.03.19	-	-	-	40	0.00%	-
2	PRAVEEN KATARIA	01.04.18	-	40	0.00%			
		31.03.19	-	-	-	40	0.00%	
3	HEMANT KATARIA	01.04.18	-	40	0.00%			
		31.03.19	-	-	-	40	0.00%	
4	ANIL KUMAR MEHTA	01.04.18	-	-	-	-	-	
		31.03.19	-	-	-	-	-	
5	MADHUBALA JAIN	01.04.18	-	-	-	-	-	
		31.03.19	-	-	-	-	-	
6	KRUTIKA MAHESHWARI	01.04.18	-	-	-	-	-	
		31.03.19	-	-	-	-	-	

V INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial				
i) Principal Amount	37206909	25051202	0	25051202
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	37206909	25051202	0	25051202
Change in Indebtedness during the financial				
Additions	162962661	182655	0	182655
Reduction	1666163	0	0	0
Net Change	161296498	182655	0	182655
Indebtedness at the end of the financial year				
i) Principal Amount	198503407	25233857	0	25233857
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	198503407	25233857	0	25233857

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

Sl.No	Particulars of Remuneration	Name of the MD/ WTD/ Manager		Total Amount
1	Gross salary	Hemant Kataria	Praveen Kataria	
	(a) Salary as per provisions	8400000	8400000	16800000
	(b) Value of perquisites u/s	Nil		
	(c) Profits in lieu of salary			
2	Stock option			
3	Sweat Equity			
4	Commission			
	as % of profit			
	others (specify)			
5	Others, please specify			
	Total (A)			
	Ceiling as per the Act	8400000	8400000	16800000

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of the Directors		Total Amount
1	Independent Directors	Anil Mehta	Madhubala Jain	
	(a) Fee for attending board committee	100000	100000	200000
	(b) Commission	0	0	
	(c) Others, please specify	0	0	
	Total (1)	100000	100000	200000
2	Other Non Executive Directors			
	(a) Fee for attending	0	0	0
	(b) Commission	0	0	0
	(c) Others, please specify.	0	0	0
	Total (2)	0	0	0
	Total (B)=(1+2)	100000	100000	200000
	Total Managerial Remuneration			
	Overall Ceiling as per the Act.			

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO	Company Secretary	CFO	Total	
1	Gross Salary					
	(a) Salary as per provisions	0	260400	0	260400	
	(b) Value of perquisites u/s	Nil				
	(c) Profits in lieu of salary					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	as % of profit					
	others, specify					
5	Others, please specify					
	Total					

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

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

Place : Ratlam
Date : 30.08.2019

For D. P. Wires Limited

Sd/-
Hemant Kataria
Whole Time Director (DIN :
00088833)
63, Ghas Bazar, Ratlam,
457001 MP IN

Sd/-
Praveen Kataria
Managing Director (DIN :
00088633)
63, Ghas Bazar, Ratlam,
457001 MP IN

FORM NO. AOC -2

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

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

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

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Nil
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/arrangements/transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
e)	Justification for entering into such contracts or arrangements or transactions'	Nil
f)	Date of approval by the Board	Nil
g)	Amount paid as advances, if any	Nil
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Nil

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details				
a)	Name (s) of the related party & nature of relationship	D. P. Plastics Praveen Kataria, Director is partner in the firm	D. P. Wire Product Hemant Kataria, Director is partner in the firm	Samta Kataria Wife of Praveen Kataria, Director	Rani Kataria Wife of Hemant Kataria, Director	D. P. Plastics Praveen Kataria, Director is partner in the firm
b)	Nature of contracts/arrangements/transaction	Purchase Of Raw Materials	Purchase Of Raw Materials	Salary	Salary	Sale Of Raw Materials
c)	Duration of the contracts/arrangements/transaction	Ongoing	Ongoing	1 year	1 year	Ongoing
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 55254700/-	Rs. 82204555/-	Salary Rs. 1200000/- p.a.	Salary Rs. 1200000/- p. a.	Rs. 249210/-
e)	Date of approval by the Board	N. A.	N. A.	N. A.	N. A.	N. A.
f)	Amount paid as advances, if any	Nil	Nil	Nil	Nil	Nil

S. No.	Particulars	Details		
a)	Name (s) of the related party & nature of relationship	D. P. Wire Product, Hemant Kataria, Director is partner in the firm	Kantilal Kataria HUF Both directors are member of HUF	DPK Products Pvt Ltd. (formerly known as DP Wire Products) Directors are members
b)	Nature of contracts/arrangements/transaction	Sale Of Raw Materials	Rent	Sales/services and other income
c)	Duration of the contracts/arrangements/transaction	Ongoing	1 Year	Ongoing
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 9398537/-	Rs. 300000/- p. a.	Rs. 2581269 /-
e)	Date of approval by the Board	N. A.	N. A.	N. A.
f)	Amount paid as advances, if any	Nil	Nil	

For & on behalf of the Board of Directors

Place : Ratlam
Date : 30.08.2019

Sd/-
Hemant Kataria
Whole Time Director (DIN: 00088833)
63, Ghas Bazar, Ratlam, 457001
MP IN

Sd/-
Praveen Kataria
Managing Director (DIN: 00088633)
63, Ghas Bazar, Ratlam, 457001
MP IN

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

a) **Conservation of energy**

(i)	The steps taken or impact on conservation of energy	The company is taking all possible steps to conserve the energy to the maximum extent. Further, the company is always installing such plant & machinery and such electrical devices which minimize the power consumption.
(ii)	The steps taken by the company for utilizing alternate sources of energy	The company has installed 2 wind farms of 0.80 MW each in village Okha-Madhi and Jodhpur in District Jamnagar and has entered into PPA with Gujarat Urja Vikas Nigam Limited for sale of electricity generated through these wind farms. The company has entered into an agreement with M/s Friends Salt Works and Allied Industries for purchase of 70% of power generated from their 6 MW solar power plant situated at Village Dharakheda, Tehsil Sitamon, District Mandsaur, M.P.
(iii)	The capital investment on energy conservation equipments	Nil

(B) Technology absorption

(i)	The efforts made towards technology absorption	The company is trying to absorb the latest technology by purchasing plant & machinery with latest technology. During the year the company has invested a sum of Rs. 1,49,18,363/- towards the purchase of new plant and machinery and Rs. 1,55,25,209/- towards electric installation. Further the company also invested Rs. 3,84,332/- towards computer and office equipments.
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	Many benefits like cost reduction and product improvement are derived from use of latest technology.
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	The company imported a machine in financial year 2015 -2016 for an amount of Rs. 14,22,750/-

	(a) the details of technology imported	Testing Equipment
	(b) the year of import;	2016
	(c) whether the technology been fully absorbed	Yes
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	N. A.
(iv)	the expenditure incurred on Research and Development	Nil

(C) Foreign exchange earnings and Outgo

Earnings	Rs. 3,40,42,455/-
Outgo	Rs. 60,40,13,347/-

For & on behalf of the Board of Directors

Place : Ratlam
Date : 30.08.2019

Sd/-
Hemant Kataria
WTD (DIN: 00088833)
63, Ghas Bazar, Ratlam,
457001 MP IN

Sd/-
Praveen Kataria
MD (DIN: 00088633)
63, Ghas Bazar, Ratlam,
457001 MP IN

**FORM NO. MR 3
SECRETARIAL AUDIT REPORT**

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

FOR FINANCIAL YEAR ENDED 31st MARCH 2019

**To,
The Members,
DP Wires Limited,
CIN: L27100MP1998PLC029523
16-18A, Industrial Estate, Ratlam
Madhya Pradesh 457001**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by DP Wires Limited (hereinafter called the company) having CIN L27100MP1998PLC029523. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the DP Wires Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by DP Wires Limited ("The Company") for the financial year ended on 31st March 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowing.

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

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

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable to the company during the period under review)

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the period under review)

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the company during the period under review) and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the company during the period under review)

(vi) Other specifically applicable laws to the company:

I further report that, based on the information provided by the company, its officers and authorized representatives during the conduct of audit and also on review of periodic compliance report issued by respective departmental head/Company Secretary/ Executive Directors/ Internal Auditor taken on record by the Board of directors of the company, in my opinion, adequate system and processes control mechanism exist in the company to monitor compliance with generally applicable laws like labor laws, environmental laws and other legislations.

I further report that the compliance by the company with other financial laws like Direct and Indirect Tax

Laws, GST and others detailed under tax legislations have not been reviewed and I have relied upon representations made by the company, its officers and reports issued by statutory auditors.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

I further report that :

- a. the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors during the period under review.
- b. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c. The decisions at the Board Meetings and Committee Meetings have been carried out unanimously as recorded in the minutes of the meeting of the Board of Directors or Committees of the Board, as the case may be.

I further report that

- a. There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

There were no such specific events/actions in pursuance of the above referred laws, rules, regulations, etc., having a major bearing on the Company's affairs during the year under review.

Place	: Indore	Signature	Sd/-
Date	: 30.08.2019		CS SHWETA GARG
			FCS : 5501
			CP NO : 4984

Note: This report is to be read with our letter of even date which is annexed as “ANNEXURE A” and forms an integral part of this report.

Annexure A to Secretarial Audit Report

**To,
The Members,
DP Wires Limited,
(Formerly known as DP Wires Private Limited)
CIN: L27100MP1998PLC029523
16-18A, Industrial Estate, Ratlam
Madhya Pradesh 457001**

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Indore
Date : 30.08.2019

Signature

Sd/-

CS SHWETA GARG
FCS : 5501
CP NO : 4984

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT**FINANCIAL YEAR 2018-19- A GLANCE****Basic theme****Economic Background and Financial Background**

The Kataria Group was established by Mr. Kantilal Kataria, the senior most member in the Kataria Family. He is B.E. (Mech.) from Indore University and also a University Gold Medalist of Year 1970 Batch. He has vast experience of technical and commercial aspects of Steel Wire Industry. The group started production of steel wires in year 1971. Under his guidance the group made an extensive inroad into wire industry.

Your Company has adequate production capacity to meet the increased demand of the Customers. The Company has wide basket of products which cater to our customers across the globe with presence in countries like Nepal, Oman, Doha, Muscat, Uganda, Shrilanka, Kenya, and Nigeria. R&D Department of the Company looks after the innovation and also takes into consideration the standards laid down under the ISO certification 9001:2015. At present there are only three suppliers who are dealing in Stranded Wires and we are an approved supplier of various Government authorities like National Highway Authority in India (NHAI), National Thermal Power Corporation Limited (NTPC), Delhi Metro Rail Corporation Limited (DMRC), Public Work Department (PWD), Central Public Work Department (CPWD), Railways, large public and private sector industries. Due to increased overseas demand and technological advancement the Company has wide opportunities to expand its existing production capacity, business operations and product base across the Globe.

The development of a country's infrastructure is vital to the growth of its sectors and the overall economy. There is an opportunity for DP Wires Limited to become more organized, through growth and acquisitions. This would improve overall construction quality. Strong population growth and a growing economy is fueling demand for infrastructure. The government is looking to attract private companies to invest in infrastructure through public-private partnership (PPPs). With growing recognition of "Made in India brand" in global market, the company sees many opportunities in renewable power in India. We have set up wind energy based 2 wind farms of 0.80 MW each in village Okha-Madhi and Jodhpur in District Jamnagar, Gujarat. These wind farms are connected by 33kV grid capacity Enercon Site, sub-station at Bhogat. As a measure to protect environment, our Company has entered into an agreement with M/s Friends Salt Works and Allied Industries for purchase of 70% of power generated from their 6 MW solar power plant situated at Village Dharakheda, Tehsil Sitamau, District Mandsaur, M.P. Global slowdown in international market, logistics and transportation hurdles, increased competition, technological changes etc. remains as threats.

STRENGTHS

- Experienced Management
- Good Domestic and International Market

WEAKNESSES

- Sometimes Variation in availability in required raw material

OPPORTUNITIES

- Increased demand in India and developing countries.

THREATS

- Logistic Hurdles and International and local slow down.

Future Outlook

Our Company caters to needs of different users which include government and private sectors. Among the government sector we have clients in central, state and local bodies. Most of the existing clients are loyal and have maintained healthy relationship with the Company. 19 Years of experience helps in a better understanding of requirements, demands & market trends. Customers are held in highest esteem. When dealing with our customers, we are characterized by our reliability, flexibility as well as solution-oriented work approach.

Internal Control System and adequacy

The company has adequate internal control procedure commensurate with its size and nature of the business the internal control system is supplemented by regular reviews by management and well documented policies and guidelines to ensure reliability of financial and all other records to prepare financial statements the company continuously upgrades this systems in line with best accounting practices the company is benefited from having a team of professionals as promoter and independent directors who are capable of exercising various checks and controls effectively.

REVIEW OF OPERATIONAL AND FINANCIAL PERFORMANCE

1. Sources of funds/ Application of funds

(a) Share Capital

At present, the Company has only one class of shares – equity shares of par value of Rs. 10/- each. The Company's authorized share capital is Rs. 1400 Lakhs, divided into 140 Lakhs equity shares of Rs. 10/- each. The issued, subscribed and paid up capital stood at Rs. 1357 Lakhs as on March 31, 2019.

(i) Security Premium Reserve

The balance in securities premium reserve account as on March 31, 2019 as well as March 31, 2018. There was no change in Securities Premium Account during the year.

(ii) Profit and Loss Account

The balance in the Profit and Loss account as at March 31, 2019 is Rs. 3671.78 Lakhs which has increased from Rs. 2133.71 Lakhs as reported in the previous year.

2. Deferred Tax Assets / Liabilities

Deferred Tax assets were reported to Nil. We assess the likelihood that our deferred tax assets will be recovered from future taxable income. Deferred Tax Liabilities were reported to be Rs. 32.89 Lakhs as on 31 March, 2019 as compared to Rs. 23.56 Lakhs during previous year.

3. Trade Receivables

There is an increase in trade receivables of the company as compared to previous year. The figure of Trade Receivables was reported at Rs. 4578.33 Lakhs as on March 31, 2019 which was Rs. 2613.55 Lakhs on March 31, 2018.

4. Cash & Cash Equivalents

The Cash & Cash Equivalents of the company is being decreased as compared to previous financial year. The figure of Cash & Cash Equivalents was reported at Rs. 175.35 Lakhs as on 31st March, 2019 which was Rs. 276.46 Lakhs in the previous year.

5. Income from Operations

Income from operations reported a figure of Rs.33072.39Lacs as on 31st March, 2019 as compared to Rs. 20719.56Lacs in the previous year ended 31st March 2018 showing an increase of almost 60%.

6. Revenue

Total revenue increased from 20801.72 Lakhs in 2018 to Rs. 33265.87 Lakhs in 2019.

7. Other Income

Income from Other Sources during the Current Year ended 31st March, 2019 was Rs. 122.21Lakhs as compared to Rs. 15.81Lakhs in the previous Financial Year ended 31st March 2018.

8. Earnings Per Share

The earnings per share for the Financial Year 2018-19 is Rs. 12.81/- in comparison to figure reported for Financial year 2017-18 i.e. Rs. 8.28/-. EPS has shown growth of 54.71% as compared to previous year.

9. Details of changes in Key Financial Ratios

Following is the comparative chart of all the significant financial ratios of the company

S. No.	Type of Ratio	2019	2018
1.	Debtors Turnover Ratio	9.22	7.49
2.	Inventory Turnover Ratio	0.09	0.12
3.	Interest Coverage Ratio	16.98	12.38
4.	Current Ratio	2.52	3.04
5.	Debt Equity Ratio	0.56	0.49
6.	Operating Profit Margin Ratio	13.30%	14.36%
7.	Net Profit Margin Ratio	7.32%	7.00%

Human resources

The company has impressive record of maintaining human relations at all levels in past due to the professional approach of the management. The company has really faced any unrest or discomfort in connection with employees.

Your company's philosophy on people is deep rooted in building and nurturing talent and leadership within the organization. We believe that our people have always been the drivers of innovation, efficiency and productivity leading to our consistent track record of growth. The Company continuously invests in the development of its human resources through a series of employee friendly measures aimed at talent acquisition, development, motivation and retention. Our focus and belief lies in enabling and empowering

our talent pool for the challenges of tomorrow by providing new avenues of learning and development through behavioral and leadership interventions.

Human Resources at Kataria Group of Industries serve as a steward for excellence and leadership through:

- Organizational effectiveness by ensuring good governance and adopting best practices
- Fair process for recruitment, retention and enrichment
- Continuous Employee Engagement
- By providing regular performance based incentives

Employee engagement at the company does not end with hiring of an employee; in fact it begins with the employee's appointment and continues through his whole career span in the organization.

The company is also carrying regular performance appraisal of employees to enable them identify their strengths and weaknesses and to strive for better performance.

CAUTIONARY STATEMENT

This report contains several forward-looking statements that involve risks and uncertainties, including, but not limited to, risks inherent in DP Wire's growth strategy, acquisition plans, dependence on certain businesses, dependence on availability of qualified and trained manpower, economic conditions, government policies and other factors. Actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. This report should be read in conjunction with the financial statements included herein and the notes thereto

INDEPENDENT AUDITORS' REPORT

To,
The Members,
D.P. WIRES LIMITED
[Previously known as 'D.P. WIRES PRIVATE LIMITED']

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **D.P. WIRES LIMITED** [*Previously known as 'D.P. WIRES PRIVATE LIMITED'*](“the Company”), which comprises the Balance Sheet as at March 31st, 2019, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and notes to the financial statements, including 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 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31st, 2019, and its *Profit* and its Cash Flows for the year ended on that date.

Basis for Opinion

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

Responsibility of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application

of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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, the Board of Directors 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 the Board of Directors 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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure-A" a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors as on March 31st , 2019, taken on record by the Board of Directors, none of the directors is disqualified as on March 31st, 2019, from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “Annexure-B”; and
- (g) With respect to the other matters to be included in the Auditors’ Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note-27 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.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Reg. No. : 004186C

Place : Indore
Dated : May 18th, 2019

(Devendra Bansal)
Partner

Mem. No. : 078057

D.P. WIRES LIMITED
[Previously known as 'D.P. WIRES PRIVATE LIMITED']

“ANNEXURE–A” TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE

The Annexure referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date, we report that:

- (i)(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and the nature of its assets. As explained to us, no material discrepancies were noticed on such physical verification.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties recorded in the books of accounts of the Company are held in the name of the Company.
- (ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. As informed, no material discrepancies were noticed on physical verification carried out during the year.
- (iii) In respect of the granting of loans by the Company:
 - (a) The Company has granted unsecured loan to only one person covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion, the terms and conditions of such loan is not prejudicial to the Company's interest.
 - (b) The loan has been granted without stipulating any schedule of repayment of principal and interest. As the loan is repayable on Demand along with interest, the question as to regularity of the repayment or interest receipts does not arise.
 - (c) There being no stipulated schedule of repayment and the Company having not demanded the repayment of loan, the loan so granted has not become overdue.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loan, or made any investment, or provided any guarantees and security in respect of which provisions of section 185 and 186 of the Companies Act, 2013 are applicable. Accordingly, the provision of clause 3(iv) of the Order is not applicable to the Company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Act and the rules framed there under.

(vi) We have broadly reviewed the records maintained by the Company pursuant to the rules prescribed by Central Government for maintenance of cost records under sub section 1 of Section 148 of the Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records.

(vii) (a) According to the information and explanations given to us and on the basis of examination of the records of the Company, in our opinion, the Company is regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income tax, duty of customs, goods and services tax, cess and any other statutory dues, as applicable, with the appropriate authorities.

According to the information and explanations given to us, no undisputed amount payable in respect of aforesaid dues, were in arrears as on 31st March, 2019 for a period more than six months from the date they became payable except *Central Sales Tax of Rs.30,569/- and Value Added Tax of Rs.77,402/-*.

(b) According to the information and explanations given to us, there are no material dues of income tax, sales tax, service tax, duty of customs, goods and services tax, cess which have not been deposited with the appropriate authorities on account of any dispute. *However, according to information and explanations given to us the following dues of excise duty, value added tax, central sales tax and entry tax have not been deposited as on 31st March, 2019 by the Company on account of disputes :*

Sr. No.	Name of the Statute	Nature of Dues	Amount (Rs. in Lakhs)	Period for which the Amount Relates (F.Y.)	Forum where dispute is pending
1	Central Excise Act, 1944	Excise Duty	24.67	2012-13	Commissioner Appeal, Bhopal
		Total (A)	24.67		
2	MP VAT Act, 2002	Value Added Tax	25.58	2004-05	M.P.C.T Appellate Board, Bhopal
3	MP VAT Act, 2002	Value Added Tax	24.90	2005-06	M.P.C.T Appellate Board, Bhopal
4	MP VAT Act, 2002	Value Added Tax	20.36	2006-07	M.P.C.T Appellate Board, Bhopal
5	MP VAT Act, 2002	Value Added Tax	6.29	2015-16	M.P.C.T Appellate Board, Bhopal
Sr. No.	Name of the Statute	Nature of Dues	Amount (Rs. in	Period for which the	Forum where dispute is

			Lakhs)	Amount Relates (F.Y.)	pending
6	MP VAT Act, 2002	Value Added Tax	11.81	2016-17	M.P.C.T Appellate Board, Bhopal
		Total (B)	88.94		
7	Central Sales Tax Act, 1956	Central Sales Tax	20.79	2006-07	M.P.C.T Appellate Board, Bhopal
8	Central Sales Tax Act, 1956	Central Sales Tax	58.12	2008-09	M.P.C.T Appellate Board, Bhopal
9	Central Sales Tax Act, 1956	Central Sales Tax	6.90	2009-10	M.P.C.T Appellate Board
10	Central Sales Tax Act, 1956	Central Sales Tax	12.87	2010-11	M.P.C.T Appellate Board, Bhopal
11	Central Sales Tax Act, 1956	Central Sales Tax	19.74	2011-12	Appellate Authority, Indore
12	Central Sales Tax Act, 1956	Central Sales Tax	13.66	2012-13	---- do ----
13	Central Sales Tax Act, 1956	Central Sales Tax	15.05	2013-14	---- do ----
14	Central Sales Tax Act, 1956	Central Sales Tax	40.06	2014-15	---- do ----
15	Central Sales Tax Act, 1956	Central Sales Tax	76.98	2015-16	---- do ----
16	Central Sales Tax Act, 1956	Central Sales Tax	109.02	2016-17	---- do ----
		Total (C)	373.19		
17	Entry Tax Act, 1976	Entry-Tax	5.19	2014-15	Appellate Authority, Indore
		Total (D)	5.19		
		Grand Total (A+B+C+D)	491.99		

(viii) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of

loans or borrowing to a financial institution or bank. There is no borrowing from the Government and there are no debenture holders.

- (ix) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, the provision of clause 3(ix) of the Order is not applicable to the company.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Companies Act, 2013.
- (xvi) According to the information and explanation given to us the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **Anil Kamal Garg & Company**
Chartered Accountants
ICAI Firm Reg. No. : 004186C

Place : Indore

Dated : May 18th, 2019

(Devendra Bansal)
Partner
Mem. No. : 07805

D.P. WIRES LIMITED
[Previously known as 'D.P. WIRES PRIVATE LIMITED']
“ANNEXURE–B” TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE

[Referred to in paragraph 9(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date]

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

We have audited the internal financial controls over financial reporting of **D.P. Wires Limited [Previously known as 'D.P. Wires Private Limited']** (“the Company”) as of 31st March, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, 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 31st March, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. For **Anil Kamal Garg & Company**

Chartered Accountants
ICAI Firm Reg. No. : 004186C

Place : Indore

Dated : May 18th, 2019

(Devendra Bansal)
Partner
Mem. No. : 078057

D.P. WIRES LIMITED**[Formerly known as 'D.P. WIRES PRIVATE LIMITED']**

16-18A, INDUSTRIAL ESTATE, RATLAM

CIN-U27100MP1998PLC029523

BALANCE SHEET AS AT 31ST MARCH, 2019

Particulars	Note No.	As at 31-3-2019	As at 31-3-2018
A			
<u>EQUITY AND LIABILITIES</u>			
I			
<u>SHAREHOLDERS' FUNDS</u>			
(a) Share Capital	1	135,680,000	135,680,000
(b) Reserves and Surplus	2	684,078,362	510,271,447
(I)		819,758,362	645,951,447
II			
<u>NON-CURRENT LIABILITIES</u>			
(a) Long-Term Borrowings	3	26,096,824	27,580,332
(b) Deferred Tax Liabilities	4	3,289,250	2,356,065
(c) Long-Term Provisions	5	2,995,384	2,456,127
(II)		32,381,458	32,392,524
III			
<u>CURRENT LIABILITIES</u>			
(a) Short-Term Borrowings	6	195,974,277	33,132,109
(b) Trade Payables	7	90,333,516	64,419,487
(c) Other Current Liabilities	8	58,357,105	121,373,647
(d) Short-Term Provisions	9	83,320,660	66,694,286
(III)		427,985,558	285,619,529
<u>TOTAL RUPEES (I + II + III)</u>		1,280,125,378	963,963,500
B			
<u>ASSETS</u>			
I			
<u>NON-CURRENT ASSETS</u>			
(a) <u>Property, Plant and Equipment</u>	10		
i) Tangible Assets		154,861,308	79,855,768
ii) Capital Work-In-Progress		33,802,854	-
(b) Long-Term Loans and Advances	11	188,664,162	79,855,768
		11,806,819	15,786,281
(I)		200,470,981	95,642,049
II			
<u>CURRENT ASSETS</u>			
(a) Inventories	12	299,530,459	251,043,779
(b) Trade Receivables	13	457,832,750	261,355,171
(c) Cash and Cash Equivalents	14	17,534,824	27,645,684
(d) Short-Term Loans and Advances	15	194,629,203	274,652,573
(e) Other Current Assets	16	110,127,161	53,624,243
(II)		1,079,654,397	868,321,451
<u>TOTAL RUPEES (I + II)</u>		1,280,125,378	963,963,500
Significant Accounting Policies & Practices and Other Notes	27		

The accompanying Notes form an integral part of these Financial Statements

As per our report of even date attached

For and on behalf of the Board of Directors

For **Anil Kamal Garg & Company**

Chartered Accountants

ICAI Firm Registration No. 004186C

SD/-
(Praveen Kataria)
Director
DIN : 00088633SD/-
(Hemant Kataria)
Director
DIN : 00088833SD/-
(Krutika Maheshwari)
Company SecretarySD/-
(Devendra Bansal)
Partner
Mem. No. 078057

D.P. WIRES LIMITED**[Formerly known as 'D.P. WIRES PRIVATE LIMITED']****16-18A, INDUSTRIAL ESTATE, RATLAM****CIN-U27100MP1998PLC029523****STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019**

Particulars	Note No.	For the Year ended 31-3-2019	For the Year ended 31-3-2018
REVENUE			
I Revenue from Operations	17	3,307,238,834	2,123,722,040
Less : Excise Duty Collected		-	51,766,256
		3,307,238,834	2,071,955,784
II-A Other Income	18	12,221,425	1,581,249
II-B Net Income from Wind Mill Unit	19	7,127,184	6,635,241
III TOTAL REVENUE (I + II)		3,326,587,443	2,080,172,274
EXPENSES			
(a) Cost of Materials Consumed	20	2,307,608,432	1,481,021,417
(b) Purchases of Traded Good	21	215,363,067	85,418,586
(c) Manufacturing and Operating Costs	22	332,438,492	187,104,891
(d) Changes in Inventories of Finished Goods, Work-In-Progress and Traded Goods	23	1,026,278	6,051,648
(e) Employees' Benefit Expenses	24	57,157,784	45,307,533
(f) Finance Costs	25	15,194,086	13,125,308
(g) Other Expenses	26	140,872,116	100,972,238
(h) Depreciation [Other than Wind Electrical Generator]		14,056,671	11,771,199
TOTAL EXPENSES (IV)		3,083,716,927	1,930,772,820
V Profit before exceptional and extraordinary items and tax (III-IV)		242,870,516	149,399,454
VI Exceptional items			
- Profit on Sale of Assets		-	379,431
- Prior Period Expenses		-	(455,763)
VII Profit before extraordinary items and tax (V+VI)		242,870,516	149,323,122
VIII Extraordinary items		-	-
IX Profit before Tax (VII-VIII)		242,870,516	149,323,122
X Tax Expense:			
(a) Current Tax		66,000,000	51,000,000
(b) (Less) : MAT Credit		-	-
(c) Current Tax Expense relating to prior years		2,130,416	704,258
(d) Deferred Taxation		933,185	(642,445)
		69,063,601	51,061,813
XI Profit for the year (IX-X)		173,806,915	98,261,309
XII Earnings per share (of Rs.10/- each):			
(a) Basic		12.81	8.28
(b) Diluted		12.81	8.28
Significant Accounting Policies & Practices and Other Notes	27		

The accompanying Notes form an integral part of these Financial Statements

As per our report of even date attached

For and on behalf of the Board of Directors

For Anil Kamal Garg & Company

Chartered Accountants

ICAI Firm Registration No. 004186C

SD/-
(Praveen Kataria)
Director
DIN : 00088633SD/-
(Hemant Kataria)
Director
DIN : 00088833SD/-
(Krutika Maheshwari)
Company SecretarySD/-
(Devendra Bansal)
Partner
Mem. No. 078057Place : Indore
Dated : May 18th, 2019

D.P. WIRES LIMITED**[Formerly known as 'D.P. WIRES PRIVATE LIMITED']**16-18A, INDUSTRIAL ESTATE, RATLAMCIN-U27100MP1998PLC029523**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019**

Sno.	Particulars	As at 31st March, 2019		As at 31st March, 2018	
A.	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>				
	Net Profit before Tax and Extraordinary Items as per Statement of Profit and Loss		242,870,516		148,943,691
	Add/(Deduct):				
	Depreciation	15,745,242		13,694,935	
	Interest & Finance Expenses	15,194,086	30,939,328	13,125,308	26,820,243
	Operating Cash Profit before Working Capital Changes		273,809,844		175,763,934
	<u>Adjustments for :</u>				
	(Increase)/ Decrease in Inventories	(48,486,680)		7,932,609	
	(Increase)/ Decrease in Trade Receivables	(196,477,579)		46,599,829	
	(Increase)/ Decrease in Short-Term Loans & Advances	80,023,370		(183,183,054)	
	(Increase)/ Decrease in Other Current Assets	(56,502,918)		(6,839,636)	
	Increase/ (Decrease) in Short-Term Borrowings	162,842,168		(136,269,850)	
	Increase/ (Decrease) in Trade Payables	25,914,029		(85,172,467)	
	Increase/ (Decrease) in Other Current Liabilities	(63,016,542)		80,262,028	
	Increase/ (Decrease) in Short-Term Provisions	16,626,374	(79,077,778)	30,777,903	(245,892,638)
	Cash Flow from Operations		194,732,067		(70,128,704)
	Direct Taxes		68,130,416		51,704,258
	Net Cash Flow from / (Used in) Operating Activities		126,601,651		(121,832,962)
B.	<u>CASH FLOW FROM INVESTING ACTIVITIES</u>				
	Purchase of Fixed Assets		(90,750,782)		(11,965,497)
	Capital Work-in-Progress		(33,802,854)		-
	Sale of Fixed Assets		-		600,000
	Investment in Fixed Deposits		9,292,555		(11,750,000)
	Investment in Long-Term Loans & Advances		3,979,462		(5,707,400)
	Net Cash used in (from) Investing Activities		(111,281,619)		(28,822,897)
C.	<u>CASH FLOW FROM FINANCING ACTIVITIES</u>				
	(Repayment)/Proceeds of Fresh Capital Raise		-		268,800,000
	(Repayment)/Proceeds of Long-term Borrowings		(1,483,508)		(106,490,910)
	Increase/ (Decrease) in Long-Term Provisions		539,257		844,410
	Interest Paid		(15,194,086)		(13,125,308)
	Net Cash Flow from / (Used in) Financing Activities		(16,138,337)		150,028,192

Sno.	Particulars	As at 31st March, 2019		As at 31st March, 2018	
	<u>NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS [A+B+C]</u>		(818,305)		(627,667)
	Cash and cash equivalents at the beginning of the year		1,459,206		2,086,873
	Cash and cash equivalents at the end of the year [Refer Note - 14]		640,901		1,459,206
	Components of cash and cash equivalents as at year end comprise of :				
	Cash in Hand		336,226		391,774
	Balance with Banks in Current Accounts		304,675		1,067,432
			640,901		1,459,206
Note :					
1	All figures in brackets are outflow.				
2	Cash and cash equivalents are as per balance sheet except for fixed deposits which are not considered as cash and cash equivalents as the maturity date is beyond twelve months.				
3	The above cash flow statement has been prepared under 'Indirect Method' as set out in the Accounting Standard-3 on 'Cash Flow Statement' issued by the Institute of Chartered Accountants of India.				
The accompanying Notes form an integral part of these Financial Statements			As per our report of even date attached		
For and on behalf of the Board of Directors			For Anil Kamal Garg & Company Chartered Accountants ICAI Firm Registration No. 004186C		
SD/- (Praveen Kataria) Director DIN : 00088633	SD/- (Hemant Kataria) Director DIN : 00088833	SD/- (Krutika Maheshwari) Company Secretary	SD/- (Devendra Bansal) Partner Mem. No. 078057		

D.P. WIRES LIMITED**[Formerly known as 'D.P. WIRES PRIVATE LIMITED']****16-18A, INDUSTRIAL ESTATE, RATLAM****CIN-U27100MP1998PLC029523****NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET
AS AT 31ST MARCH, 2019 AND STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED ON THAT DAY****NOTE - 1 - SHARE CAPITAL****A Authorised and Paid-up Share Capital**

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. of Shares	Amount	No. of Shares	Amount
<u>AUTHORISED</u>				
Equity Shares of Rs.10/- each	14,000,000	140,000,000	14,000,000	140,000,000
<u>ISSUED, SUBSCRIBED & PAID-UP</u>				
Equity Shares of Rs.10/- each Fully Paid-up	13,568,000	135,680,000	13,568,000	135,680,000
<u>TOTAL</u>	13,568,000	135,680,000	13,568,000	135,680,000

The company has issued only one class of equity shares having par value of Rs.10/- per share. Each shareholder is eligible for one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion of their shareholding.

B. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	13,568,000	135,680,000	2,496,000	24,960,000
Shares issued during the year	-	-	11,072,000	110,720,000
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	13,568,000	135,680,000	13,568,000	135,680,000

C. Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

Name of Shareholder	As at 31st March, 2019		As at 31st March, 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Smt. Asha Devi Kataria	5,931,532	43.72	5,931,532	43.72
M/s. San Industries Pvt. Ltd.	1,736,000	12.79	1,736,000	12.79

D. Shares issued in aggregate number and class of shares allotted by way of bonus shares and shares bought back during the period of five years immediately preceding the date of 31st March, 2019:

- i) The Company had issued 74,88,000 Nos. of Equity Shares of the face value of Rs.10/- each as bonus shares during the financial year ended on 31st March, 2018.
- ii) The Company has neither bought back any equity shares nor the company has allotted any equity shares pursuant to any contract without payment being received in cash during the period of five years immediately preceding the Balance Sheet date.

NOTE - 2 - RESERVES AND SURPLUS

Particulars	31-3-2019	31-3-2018
A. <u>Securities Premium</u>		
Balance as per last year	291,900,000	58,940,000
Add : Received during the year pursuant to Initial Public Offer	-	232,960,000
(A)	291,900,000	291,900,000
B. <u>General Reserve</u>		
Balance as per last year	5,000,000	5,000,000
Add : Amount transferred from Surplus	20,000,000	-
(B)	25,000,000	5,000,000
C. <u>Surplus</u>		
Balance as per last year	213,371,447	189,990,137
Add : Net Profit transferred from Statement of Profit and Loss	173,806,915	98,261,309
	387,178,362	288,251,447
Less : 74,88,000 Equity Shares of face value of Rs.10/- each as Bonus Shares	-	74,880,000
	387,178,362	213,371,447
Less : Amount transferred to General Reserve	20,000,000	-
(C)	367,178,362	213,371,447
<u>TOTAL RUPEES</u>	(A+B+C)	
	684,078,362	510,271,447

NOTE - 3 - LONG-TERM BORROWINGS

Particulars	31-3-2019	31-3-2018
A <u>Term Loans</u>		
<u>Secured</u>		
From Banks	693,397	2,090,966
From Non Banking Financial Companies	169,570	438,164
(A)	862,967	2,529,130
B <u>Other Loans and Advances</u>		
<u>Unsecured</u>		
From Body Corporates	25,233,857	25,051,202
(B)	25,233,857	25,051,202
<u>TOTAL RUPEES</u>	(A+B)	
	26,096,824	27,580,332

Nature of Security and terms of repayment for Long Term Secured Borrowings:

Sno.	Nature of Security	Terms of Repayment
1	Term Loan from ICICI Bank Ltd. is secured by way of Hypothecation of Car. [Total Outstanding Rs.13.55 Lakhs (Previous year Rs.23.29 Lakhs) out of which Rs.10.97 Lakhs (Previous year Rs.9.74 Lakhs) taken to current maturities of long term debts]	Repayable in 60 equal monthly installments of Rs. 100,100/- each commencing from July'2015. Last installment due in June'2020. Rate of Interest 10.20% p.a. as at year end. [P.Y. 10.20% p.a.]
2	Term Loan from HDFC Bank Ltd. is secured by way of Hypothecation of Car. [Total Outstanding Rs.1.16 Lakhs (Previous year Rs.2.76 Lakhs) out of which Rs.1.16 Lakhs (Previous year Rs.1.60 Lakhs) taken to current maturities of long term debts]	Repayable in 60 equal monthly installments of Rs. 15,134/- each commencing from December'2014. Last installment due in November'2019. Rate of Interest 10.20% p.a. as at year end. [P.Y. 10.20% p.a.]
3	Term Loan from HDFC Bank Ltd. is secured by way of Hypothecation of Car. [Total Outstanding Rs.6.19 Lakhs (Previous year Rs.7.88) out of which Rs.1.83 Lakhs (Previous year Rs. 1.69) taken to current maturities of long term debts]	Repayable in 60 equal monthly installments of Rs.19,057/- each commencing from May'2017 Last installment due in April'2022. Rate of Interest 8.40% p.a. as at year end. [P.Y. 8.40%]
4	Term Loan from Sundaram Finance Ltd. is secured by way of Hypothecation of a Truck . [Total Outstanding Rs.4.38 Lakhs (Previous year Rs.6.81) out of which Rs.2.68 Lakhs (Previous year Rs.2.43) taken to current maturities of long term debts]	Repayable in 48 equal monthly installments of Rs.25,050/- each commencing from November'2016. Last installment due in October'2020. Rate of Interest 10.30% p.a. as at year end. [P.Y.10.30% p.a.]

NOTE - 4 - DEFERRED TAX LIABILITIES

Particulars	31-3-2019	31-3-2018
Balance as per last year	2,356,065	2,998,510
Add : Provided/ (Reversal) during the year	933,185	(642,445)
<u>TOTAL RUPEES</u>	3,289,250	2,356,065

NOTE - 5 - LONG-TERM PROVISIONS

Particulars	31-3-2019	31-3-2018
Provision for Employees' Benefits - Gratuity	2,995,384	2,456,127
<u>TOTAL RUPEES</u>	2,995,384	2,456,127
[For basis of valuation, refer Note-27]		

NOTE - 6 - SHORT-TERM BORROWINGS

Particulars	31-3-2019	31-3-2018
<u>Working Capital Loans repayable on demand</u>		
From Banks	195,974,277	33,132,109
[Secured by way of First/ Pari Passu Charge and Hypothecation of entire stock of raw materials, semi-finished and finished goods, consumables, stores and spares and other movables including book debts, bills whether documentary or clean, outstanding monies, receivables, both present and future]		
<u>TOTAL RUPEES</u>	195,974,277	33,132,109

Particulars	31-3-2019	31-3-2018
Trade Payables		
Total outstanding dues of Micro, Small and Medium Enterprises *	13,263,631	5,272,505
Total outstanding dues of creditors other than Micro, Small and Medium Enterprises	77,069,885	59,146,982
<u>TOTAL RUPEES</u>	90,333,516	64,419,487
* <u>The details of amounts outstanding to Micro, Small and Medium Enterprises based on available information with the company are as under :</u> [Refer Note - 27]		
(a) Principal amount remaining unpaid and interest due thereon	13,263,631	5,272,505
(b) Interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(c) Interest due and payable for the period of delay in making payment	-	-
(d) Interest accrued and remaining unpaid	-	-
(e) Interest due and payable even in the succeeding years	-	-

NOTE - 8 - OTHER CURRENT LIABILITIES

Particulars	31-3-2019	31-3-2018
Current Maturities of Long Term Debts	1,666,163	1,545,670
Creditors for Expenses	22,404,099	29,832,387
Creditors for Capital Goods	7,182,915	1,605,592
Customers' Credit Balances	5,409,094	4,275,386
Advance from Customers	18,237,995	78,278,823
Other Payables	3,456,839	5,835,788
<u>TOTAL RUPEES</u>	58,357,105	121,373,647

NOTE - 9 - SHORT-TERM PROVISIONS

Particulars	31-3-2019	31-3-2018
For Taxation	66,000,000	51,000,000
For Employees' Benefit	3,905,614	2,083,801
For Others	13,415,046	13,610,485
<u>TOTAL RUPEES</u>	83,320,660	66,694,286

NOTE - 10 - PROPERTY, PLANT AND EQUIPMENT

SNO.	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
		Balance as at 1-4-2018	Additions	Disposals	Balance as at 1-4-2018	For the year	Disposal	Balance as at 31-3-2019	As at 31-3-2019	As at 31-3-2018
A.	Tangible Assets									
1	Land	2,728,240	54,062,100	-	56,790,340	-	-	-	56,790,340	2,728,240
2	Site Development	496,226	-	-	496,226	34,217	-	150,266	345,960	380,177
3	Building	28,194,513	4,099,947	-	32,294,460	1,281,915	-	16,514,899	15,779,561	12,961,529
4	Flat at Ahmedabad	3,240,000	-	-	3,240,000	252,167	-	838,725	2,401,275	2,653,442
5	Plant and Equipments	153,498,769	14,918,363	-	168,417,132	7,223,539	-	126,806,855	41,610,277	33,915,453
6	Electric Installations	23,961,559	15,525,209	-	39,486,768	3,038,520	-	19,313,293	20,173,475	7,686,786
7	Office Equipments & Furnitures	3,344,047	215,852	-	3,559,899	124,424	-	3,013,669	546,230	454,802
8	Vehicles	12,321,522	1,760,831	-	14,082,353	2,016,369	-	9,181,724	4,900,629	5,156,167
9	Computers	1,767,694	168,480	-	1,936,174	85,520	-	1,747,181	188,993	106,033
10	Wind Electrical Generator	75,000,000	-	-	75,000,000	1,688,571	-	62,875,432	12,124,568	13,813,140
	TOTAL RUPEES	304,552,570	90,750,782	-	395,303,352	15,745,242	-	240,442,044	154,861,308	79,855,768
	PREVIOUS YEAR	294,638,324	11,965,497	2,051,251	304,552,570	13,694,935	1,830,682	224,696,802	79,855,768	81,805,775
B.	Capital Work-In-Progress									
1	Plant and Equipments	-	25,684,737	-	25,684,737	-	-	-	25,684,737	-
2	Electric Installations	-	8,118,117	-	8,118,117	-	-	-	8,118,117	-
	TOTAL RUPEES	-	33,802,854	-	33,802,854	-	-	-	33,802,854	-
	PREVIOUS YEAR	-	-	-	-	-	-	-	-	-

NOTE - 11 - LONG-TERM LOANS AND ADVANCES

Particulars	31-3-2019	31-3-2018
Security Deposits [Unsecured, considered good]	11,806,819	15,786,281
<u>TOTAL RUPEES</u>	11,806,819	15,786,281

NOTE - 12 - INVENTORIES

Particulars	31-3-2019	31-3-2018
Raw Materials	255,485,007	215,336,549
Work-In-Progress	-	6,538,081
Finished Goods	29,996,815	24,244,774
Traded Goods	1,023,987	1,264,225
Stores and Spares	5,713,250	1,923,940
Oil and Fuels	550,800	523,840
Packing Materials	6,760,600	1,212,370
<u>TOTAL RUPEES</u>	299,530,459	251,043,779

Note : Inventories have been hypothecated with Banks against working capital loans, refer Note-6 for details.
Also refer Note-27 for basis of valuation.

NOTE - 13 - TRADE RECEIVABLES

Particulars	31-3-2019	31-3-2018
Trade Receivables outstanding for a period exceeding six months from the date they are due for payment		
- Secured, considered good	-	-
- Unsecured, considered good	33,691,716	37,664,800
- Doubtful	-	-
Trade Receivables outstanding for a period of six months or less from the date they are due for payment		
- Secured, considered good	-	-
- Unsecured, considered good	424,141,034	223,690,371
- Doubtful	-	-
<u>TOTAL RUPEES</u>	457,832,750	261,355,171

Note : Trade Receivables have been hypothecated with Banks against working capital loans, refer Note-6 for details.
Also refer Note-27 for related party details.

NOTE - 14 - CASH AND CASH EQUIVALENTS

Particulars	31-3-2019	31-3-2018
A <u>Cash and Bank Balances</u>		
Balance with Banks	304,675	1,067,432
Cash on Hand	336,226	391,774
(A)	640,901	1,459,206
B <u>Other Bank Balances</u>		
Fixed Deposit Accounts with more than 12 months maturity	16,893,923	26,186,478
(B)	16,893,923	26,186,478
<u>TOTAL RUPEES</u>	17,534,824	27,645,684
(A+B)		

NOTE - 15 - SHORT-TERM LOANS AND ADVANCES

Particulars	31-3-2019	31-3-2018
Loans and Advances to Related Parties		
- Secured, considered good	-	-
- Unsecured, considered good	-	57,230,536
- Doubtful	-	-
Advances to Suppliers	123,494,177	136,403,087
Advances to Employees	2,513,393	1,921,084
Advances against Expenses	1,459,472	-
Advances for Capital Goods	8,645,292	-
Other Loans and Advances		
- Secured, considered good	-	-
- Unsecured, considered good	57,704,192	77,491,279
- Doubtful	-	-
Prepaid Expenses	812,677	1,606,588
TOTAL RUPEES	194,629,203	274,652,573

NOTE - 16 - OTHER CURRENT ASSETS

Particulars	31-3-2019	31-3-2018
Accrued Income	3,587,673	6,500,721
Duties & Taxes	24,158,768	12,727,391
Advance Income Tax, TDS & TCS	82,057,952	34,396,131
Income Tax Refund Receivable	118,600	-
Foreign Currency Rate Fluctuation on Capital Advance	204,168	-
TOTAL RUPEES	110,127,161	53,624,243

NOTE - 17 - REVENUE FROM OPERATIONS

Particulars	31-3-2019	31-3-2018
A. <u>Sale of Products</u>		
<u>Manufactured Goods</u>		
Wire & Allied Materials	2,836,483,064	1,901,045,550
Plastic Products & Allied Materials	204,624,278	107,105,333
	(i)	
	3,041,107,342	2,008,150,883
Traded Goods	(ii)	
	258,101,029	107,276,013
	(A)	
	(i+ii)	
	3,299,208,371	2,115,426,896
B. <u>Sale of Services</u>		
Job Work Receipts		
	(B)	
	8,030,463	8,295,144
	8,030,463	8,295,144
TOTAL RUPEES	(A+B)	
	3,307,238,834	2,123,722,040

NOTE - 18 - OTHER INCOME

Particulars	31-3-2019	31-3-2018
Interest Income [Net of Interest Paid and Bank Discounting Charges]	9,512,538	-
Agricultural Income	33,000	33,000
Miscellaneous	2,675,887	1,548,249
<u>TOTAL RUPEES</u>	12,221,425	1,581,249

NOTE - 19 - NET INCOME FROM WIND MILL UNIT

Particulars	31-3-2019	31-3-2018
Power Generation Receipts (A)	8,999,462	8,777,994
Less : <u>Expenditure</u>		
Wind Mill Maintenance Expenses	123,707	159,017
General Expenses	60,000	60,000
Depreciation	1,688,571	1,923,736
(B)	1,872,278	2,142,753
<u>TOTAL RUPEES</u> (A-B)	7,127,184	6,635,241

NOTE - 20 - COST OF MATERIALS CONSUMED

Particulars	31-3-2019	31-3-2018
Opening Stock	215,336,549	213,272,413
Add : Purchases	2,461,123,609	1,609,549,781
	2,676,460,158	1,822,822,194
Less : Sales as such	113,366,719	126,464,228
	2,563,093,439	1,696,357,966
Less : Closing Stock	255,485,007	215,336,549
<u>TOTAL RUPEES</u>	2,307,608,432	1,481,021,417

NOTE - 21 - PURCHASES OF TRADED GOODS

Particulars	31-3-2019	31-3-2018
Purchases	215,363,067	85,418,586
<u>TOTAL RUPEES</u>	215,363,067	85,418,586

NOTE - 22 - MANUFACTURING AND OPERATING COSTS

Particulars	31-3-2019	31-3-2018
Power Charges	98,665,582	85,761,200
Commission on Power Charges	300,000	300,000
Conversion & Job Work Charges	56,527,121	14,905,142
Consumption of Stores & Spares	42,232,299	18,424,654
Consumption of Oil & Fuel	9,865,154	7,095,843
Consumption of Packing Materials	59,101,027	33,239,910
Shed Repairs & Maintenance	5,160,518	72,221
Machineries Repairs & Maintenance	55,834,708	24,695,287
Testing Charges	344,522	126,280
Factory Expenses	4,407,561	2,484,354
<u>TOTAL RUPEES</u>	332,438,492	187,104,891

NOTE - 23 - CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND TRADED GOODS

Particulars	31-3-2019	31-3-2018
A <u>Inventories at the end of the year</u>		
Work-In-Progress	-	6,538,081
Finished Goods	29,996,815	24,244,774
Traded Goods	1,023,987	1,264,225
(A)	31,020,802	32,047,080
B. <u>Inventories at the beginning of the year</u>		
Work-In-Progress	6,538,081	5,835,783
Finished Goods	24,244,774	26,178,103
Traded Goods	1,264,225	6,084,842
(B)	32,047,080	38,098,728
<u>CHANGES IN INVENTORIES</u> (A-B)	(1,026,278)	(6,051,648)

NOTE - 24 - EMPLOYEES' BENEFIT EXPENSES

Particulars	31-3-2019	31-3-2018
Directors' Remuneration	16,800,000	12,000,000
Wages to Workers	18,652,976	14,793,139
Salary & Allowances to Staff	16,574,770	13,458,945
Contribution towards Provident Fund	1,014,374	839,945
Contribution towards ESIC	260,337	306,870
Gratuity to Staff	539,257	844,410
Contribution towards Group Approved Gratuity Fund	20,497	17,021
Bonus / Incentive to Staff	2,640,830	2,408,712
Staff Accommodation Rent	300,000	300,000
Staff & Labour Welfare Expenses	354,743	338,491
<u>TOTAL RUPEES</u>	57,157,784	45,307,533

NOTE - 25 - FINANCE COSTS

Particulars	31-3-2019	31-3-2018
Interest & Bank Discounting Charges	-	4,191,563
Bank Charges & Commission	7,410,195	5,609,605
Share Issue Expenses	-	5,066,305
Loan Processing Charges	2,915,710	961,400
Loss/(Gain) on Foreign Currency Exchange Rate Fluctuation	4,868,181	(2,703,566)
TOTAL RUPEES	15,194,086	13,125,308

NOTE - 26 - OTHER EXPENSES

Particulars	31-3-2019	31-3-2018
A. <u>Administrative Expenses</u>		
Stationery & Printing	239,066	139,063
Postage, Courier & Telephone Expenses	482,710	494,998
Vehicle Running & Maintenance	1,531,879	1,339,906
Conveyance Expenses	11,760	36,153
Travelling Expenses		
- Directors	1,546,787	1,410,992
- Others	2,474,084	2,490,651
Lease Rent	170,031	10,214
Auditors' Remuneration	225,000	225,000
Insurance	624,533	642,309
Subscription & Filing Fees	368,905	371,048
Capital Increase Filing Fees	-	157,500
Legal & Professional Charges	2,913,696	2,186,746
Director Sitting Fees	200,000	-
Festival Expenses	605,272	387,251
Computer Running & Maintenance	93,864	116,679
Guest Accommodation Expenses	727,629	251,974
Professional-Tax	2,500	2,500
Contribution towards Corporate Social Responsibility [Refer Note-27]	1,632,125	778,988
Miscellaneous	1,155,241	661,768
(A)	15,005,082	11,703,739
B. <u>Selling Expenses</u>		
Freight & Forwarding Expenses		
- Local	109,762,531	77,970,524
- Export	1,778,694	1,724,484
Commission on Sales	7,274,314	5,993,905
Loading & Unloading Expenses	489,213	372,522
Advertisement & Publicity	64,525	23,000
Sales Promotion Expenses	1,136,588	827,187
Marking Fees	853,582	606,263
Service-Tax	-	511,355
Swachh Bharat Cess & Krishi Kalyan Cess	-	166,500
Commercial-Taxes	1,788,500	1,072,759
Bad Debts	2,719,087	-
(B)	125,867,034	89,268,499
TOTAL RUPEES	140,872,116	100,972,238

NOTE - 27 - SIGNIFICANT ACCOUNTING POLICIES & PRACTICES AND OTHER NOTES**PART- A - CORPORATE INFORMATION**

D.P. Wires Limited ("the Company") was incorporated on 26th February, 1998 under the Companies Act, 1956 with the objective of manufacturing of Steel Rods, Plastic Products, Laying of Plastic Films, Acting as a Commission Agent and Generation of Power through Wind Mill. The Company has operation mainly in Ratlam, Madhya Pradesh.

The Company has got voluntarily converted itself from a 'Private Limited Company' to 'Limited Company' w.e.f. 16-05-2017 vide SRN-G43634666. The Company's shares have been listed with National Stock Exchange of India Limited (NSE) EMERGE Platform.

PART- B - SIGNIFICANT ACCOUNTING POLICIES & PRACTICES**1 Accounting Convention**

- 1.1 The financial statements of the Company have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of the Companies Act, 2013, as applicable.
- 1.2 The financial statements have been prepared on the basis of historical cost convention and on the accounting principles of a going concern.
- 1.3 The Company follows mercantile system of accounting and recognizes income and expenditure on accrual basis except those with significant uncertainties.

2 Use of estimates

The preparation of financial statements, in conformity with the Generally Accepted Accounting Principles [GAAP], requires management to make estimates and assumptions that are considered in the reported amounts of assets and liabilities and disclosures of contingent liabilities on the date of financial statements and reported amounts of revenues and expenses for the year. Estimates are based on historical experience, where applicable and other assumptions that management believes are reasonable under the circumstances. Actual results could vary from these estimates and any such difference are dealt with in the period in which the results are known / materialize.

3 Property, Plant & Equipment

- 3.1 Property, Plant & Equipment are stated at cost, less accumulated depreciation and impairment, if any. Direct cost are capitalized until such assets are ready for use.
- 3.2 Property, Plant & Equipment, that are not yet ready for their intended use, are carried at costs, comprising direct cost, and other incidental/ attributable expenses and reflected under capital work in progress.
- 3.3 Intangible Assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment.

4 Investments

Investments are either classified as current or long term, based on Management's intention. Current investments are carried at lower of cost and fair value of each investment individually. Long term investments are carried individually at cost. However, provision for diminution is made to recognize a decline, if any, other than temporary, in the carrying value of the investment.

5 Inventories

Inventories are valued lower of the Cost (Excluding Goods and Services Tax) or Net Realizable Value.

6 Foreign Currency Transactions

- 6.1 Transactions in foreign currencies are initially recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

- 6.2 Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.
- 6.3 Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.
- 7 Accounting for taxes on income
- 7.1 Provision for Income-Tax is made on the basis of the estimated taxable income for the accounting year in accordance with the Income-Tax Act, 1961.
- 7.2 The deferred tax for timing differences between the book profits and tax profits for the year is accounted for using the tax rates and laws that have been enacted or substantially enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is a virtual certainty that these would be realized in future and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.
- 8 Depreciation
- Depreciation on Property, Plant and Equipment is provided on the written down value method in the manner prescribed under Schedule II to the Companies Act, 2013.
- Depreciation on addition to Property, Plant and Equipments are provided on pro-rata basis from the date of assets are ready for intended use. Depreciation on sale/discarded from Property, Plant and Equipments are provided for up to the date of sale, deduction or discard of pro-rata as the case may be.
- 9 Retirement Benefits
- Contributions to defined contribution schemes such as Provident Fund, ESIC etc. are charged to the Statement of Profit and Loss as incurred. Provision for Gratuity has also been made by the company on the basis of actuaries valuation report.
- 10 Revenue Recognition
- 10.1 Sales are recognized on completion of sale of goods and are recorded exclusive of Goods and Services Tax.
- 10.2 Job Work Income is recognized on completion of job and acknowledgement of services by the recipient. Income is recognized exclusive of Goods and Services Tax.
- 10.3 Interest income is recognized on accrual basis.
- 11 Provisions and Contingent Liabilities
- The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.
- 12 Impairment of Assets
- An asset is treated impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.
- 13 Cash Flow Statement
- Cash flow statement is reported using the indirect method, whereby profit / (loss) before extra-ordinary items / exceptional items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flow from operating, investing and financing activities of the Company are segregated based on available information.

14 Operating Cycle

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

An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other assets are classified as non-current.

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

The company has identified twelve months as its operating cycle.

15 Earnings per share

Basic & Diluted earning per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period.

16 Dividends

The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting except in the case where interim dividend is distributed. The Company has not distributed any dividend in the current year and previous year.

17 Material Events

Material events occurring after the Balance Sheet date are taken into cognizance.

PART - B - OTHER NOTES

1 Figures for the previous year have been regrouped and/or rearranged wherever considered necessary.

2 In the opinion of the Board, the current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amounts at which they are stated in the Balance Sheet and that the provision for known liability is adequate and not in excess of amount reasonably necessary.

3 Contingent Liabilities and Commitments

	[Rs. in Lakhs]	
	31-3-2019	31-3-2018
A. <u>Contingent Liabilities</u>		
i) <u>Claims against the Company, not acknowledged as debts</u>		
Disputed VAT, CST & Entry Tax matters	467.32	346.49
Disputed Excise Duty, Service Tax and Custom Duty matters	24.67	24.67
	491.99	371.16
ii) Guarantees given by the Company's Banker in the normal course of business	176.36	147.04
iii) Other money for which the Company is contingently liable against pending litigations	-	-
B. <u>Commitments</u>		
i) Estimated amount of Contracts remaining to be executed on capital account and not provided for	-	-
ii) Uncalled liability on shares and other investments partly paid	-	-
iii) Other Commitments	-	-

- 3.1 It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending disputed matters resolution of the respective proceedings;
- 3.2 The Company does not expect any reimbursements in respect of the above contingent liabilities;
- 3.3 Future cash outflows in respect of the above matters are determined only on receipt of judgments / decisions pending at various forums / authorities;
- 3.4 The Company's pending litigations comprise of claims against the Company pertaining to proceedings pending with Excise, Sales/ VAT tax and other authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements.
- 4 Information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.
- 5 Corporate Social Responsibility

In accordance with the provisions of Section 135 of the Act, the Board of Directors of the company has constituted CSR Committee. The details of CSR Activities are as follows :

	31-3-2019	31-3-2018
i) Opening amount yet to be spent	1,222,438	780,450
ii) Gross amount required to be spent by the Company during the year	1,632,125	778,988
iii) Amount spent during the year on the following :		
(a) Construction/ acquisition of any asset	-	-
(b) On purpose other than (a) above	1,483,967	337,000
iv) Closing amount yet to be spent	1,370,596	1,222,438

6 Taxation

A. <u>Current Tax</u>	
Current Tax Liability of the Company is estimated in accordance with the provisions of the Income-Tax Act, 1961.	
B. <u>Deferred Tax</u>	
Deferred Tax Liabilities Net of the Deferred Tax Assets, for the year under review has been computed as under:	
i) <u>Depreciation</u>	
W.D.V. as per Books of Account (Other than Land & Flat)	95,669,693
Less : W.D.V. as per Income-Tax Return	81,378,805
<u>Excess of Depreciation provided in the Income Tax return over Depreciation provided in the Books of Accounts</u>	<u>14,290,888</u>
ii) Provision for Gratuity	2,995,384
<u>Other Assets</u>	<u>2,995,384</u>
Rate applicable for the year	29.12%

i) <u>Deferred Tax Liabilities on Account of</u>		
Depreciation		4,161,506
Others		-
	(i)	4,161,506
ii) <u>Deferred Tax Assets on Account of</u>		
Depreciation		-
Others		872,256
	(ii)	872,256
Deferred Tax Liabilities as at the year end	(i-ii)	3,289,250
Deferred Tax Liabilities for earlier years		2,356,065
Deferred Tax Liabilities provided during the current year		933,185

Related Party Disclosures

A. <u>List of related parties</u>		
i) Enterprises where control exists		Nil
ii) Subsidiaries		Nil
iii) Associate Companies		Nil
iv) Related Parties		1) M/s. Kataria Plastics Pvt. Ltd. 2) M/s. San Industries Pvt. Ltd. 3) M/s. D.P. Plastics 4) M/s. D.P.K. Products Pvt. Ltd. [Formerly known as M/s. D.P. Wire Products]
v) Directors		1) Shri Kantilal Kataria 2) Shri Praveen Kataria 3) Shri Hemant Kataria 4) Shri Anil Kumar Mehta 5) Smt. Madhubala Jain 6) Ms. Krutika Maheshwari

B. <u>Transaction with related parties</u>		31-3-2019	31-3-2018
i) <u>Sales services and other income</u>			
1 M/s. D.P Plastics		249,210	1,591,318
2 M/s. D.P.K. Products Pvt. Ltd. [Formerly known as M/s. D.P. Wire Products]		2,581,069	-
3 M/s. D.P Wire Products [Now known as M/s. D.P.K. Products Pvt Ltd]		6,817,468	13,340,533
4 M/s. Kataria Plastics Pvt. Ltd.		-	7,713,427
	<u>Total Rupees</u>	9,647,747	22,645,278
ii) <u>Purchases of raw materials and components</u>			
1 M/s. D.P Plastics		55,254,700	16,547,398
2 M/s. D.P Wire Products [Now known as M/s. D.P.K. Products Pvt Ltd]		82,204,555	40,595,460
3 M/s. Kataria Plastics Pvt. Ltd.		58,270,453	5,303,868
	<u>Total Rupees</u>	195,729,708	62,446,726

	31-3-2019	31-3-2018
iii) <u>Purchases of Capital Asset</u>		
1 M/s. Kataria Plastics Pvt. Ltd.	1,000,000	-
iv) <u>Expenditure on other services</u>		
a) <u>Paid to Directors</u>		
i) <u>Interest</u>		
1 Shri Praveen Kataria	-	1,390,954
2 Shri Hemant Kataria	-	1,343,114
3 Shri Kantilal Kataria	-	1,001,730
	<u>Total Rupees</u>	<u>3,735,798</u>
b) <u>Paid to Relatives</u>		
i) <u>Salary</u>		
1 Smt. Rani Kataria	1,200,000	960,000
2 Smt. Samta Kataria	1,200,000	960,000
	<u>Total Rupees</u>	<u>1,920,000</u>
ii) <u>Office Rent</u>		
1 M/s. Kantilal Pannalal Kataria HUF	300,000	300,000
iii) <u>Interest</u>		
1 Shri Praveen Kantilal Kataria HUF	-	645,404
2 Shri Hemant Kantilal Kataria HUF	-	468,200
3 M/s. Kataria Plastics Pvt. Ltd.	-	329,926
	<u>Total Rupees</u>	<u>1,443,530</u>
iv) <u>Conversion & Job Work Charges</u>		
1 M/s. D.P Wire Products [Now known as M/s. D.P.K. Products Pvt Ltd]	5,400,065	-
2 M/s. D.P.K. Products Pvt. Ltd. [Formerly known as M/s. D.P. Wire Products]	6,050,750	-
	<u>Total Rupees</u>	<u>-</u>
v) <u>Directors' Salary</u>		
Shri Praveen Kataria	8,400,000	6,000,000
Shri Hemant Kataria	8,400,000	6,000,000
	<u>Total Rupees</u>	<u>12,000,000</u>
vi) <u>Loan Transactions with Directors and their Relatives</u>		
a) <u>Loans and Advances Taken</u>		
Opening Balance	-	23,566,255
Taken during the year	64,319,464	205,888,290
Repaid during the year	64,319,464	229,454,545
Closing Balance	-	-

	31-3-2019	31-3-2018
b) <u>Loans and Advances Given</u>		
Opening Balance	57,230,536	-
Given during the year	531,080,254	295,019,410
Received during the year	588,310,790	237,788,874
Closing Balance	-	57,230,536
vii) <u>Outstanding Balances</u>		
a) <u>Receivables</u>		
1 M/s. D.P.K. Products Pvt. Ltd. [Formerly known as M/s. D.P. Wire Products]	2,147,455	-
2 M/s. Kataria Plastics Pvt. Ltd.	-	7,713,427
b) <u>Advances Given</u>		
1 M/s. Kataria Plastics Pvt. Ltd.	-	57,230,536
c) <u>Advances Given for Conversion Charges</u>		
1 M/s. D.P.K. Products Pvt. Ltd. [Formerly known as M/s. D.P. Wire Products]	5,531,129	-
d) <u>Payables</u>		
1 M/s. D.P Wire Products [Now known as M/s. D.P.K. Products Pvt Ltd]	-	6,521,779
2 M/s. D.P Plastic	26,003,470	-

Additional information pursuant to the Part II of Schedule III to the Companies Act, 2013

	31-3-2019	31-3-2018
A <u>Directors' Remuneration</u>		
i) Salaries	16,800,000	12,000,000
<u>TOTAL</u>	16,800,000	12,000,000
B <u>Auditors' Remuneration</u>		
i) Audit Fees	210,000	210,000
ii) Tax Audit Fees	15,000	15,000
iii) Other Services	158,500	15,340
<u>TOTAL</u>	383,500	240,340

	31-3-2019	31-3-2018
C <u>Foreign Currency Transactions</u>		
i) <u>Value of Imports calculated on CIF Basis</u>		
1 Raw Material	604,013,347	319,356,154
2 Components and spare parts	-	-
3 Capital Goods	-	-
ii) Expenditure in Foreign Currency on account of Royalty, Know how, professional, consultation fees, interest and other matters.	-	-
iii) <u>Earning in Foreign Currency</u>		
1 Export of goods on calculated on FOB Basis	34,042,455	25,570,391
2 Royalty, Know how, professional & consultation fees	-	-
3 Interest and Dividend	-	-
4 Other Income	-	-

The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. As per the requirements of Accounting Standard 17 on Segment Reporting (AS 17), the primary segment of the company is business segment comprise Wire Division, Plastic Product Division, Power Division and Trading Division. Revenue and expenses, which relate to the Company as a whole and which are not practically possible to allocate the same, have been included under "Unallocated Income/Expense".

Particulars	[Rs. in Lakhs]				
	Wire Division	Plastic Product Division	Power Division	Trading Division	Total
Segment Revenue (I)	28,364.83	2,126.55	89.99	2,581.01	33,162.38
<u>Less : Allocated Expense</u>					
Cost of Raw material Consumed	21,667.60	1,809.96	-	2,153.63	25,631.20
Depreciation	56.77	15.47	16.89	-	89.12
Administrative Expenses	-	-	1.84	-	1.84
(II)	21,724.37	1,825.43	18.72	2,153.63	25,722.16
Segment Result (I-II)	6,640.46	301.11	71.27	427.38	7,440.23
Unallocated Income	-	-	-	-	122.21
Total (A)	-	-	-	-	7,562.44
<u>Less : Unallocated Expense</u>					
Manufacturing & Operating Expenses	-	-	-	-	3,324.38
Increase and Decrease in Inventory	-	-	-	-	(391.22)
Director Remuneration	-	-	-	-	168.00
Employee Salary & Wages	-	-	-	-	403.58
Administrative Expenses	-	-	-	-	150.05
Selling & Distribution Expenses	-	-	-	-	1,258.67
Finance Costs	-	-	-	-	151.94
Depreciation	-	-	-	-	68.33
Total (B)	-	-	-	-	5,133.73
Profit before exceptional and extraordinary items and tax (C = A - B)	-	-	-	-	2,428.71
Exceptional Item	-	-	-	-	-
Prior Period Income/(Expenses)	-	-	-	-	-
Total (D)	-	-	-	-	-
Profit before Taxes (E = C+D)	-	-	-	-	2,428.71
<u>Less : Provision for Income Tax</u>					
Provision of Deferred Tax	-	-	-	-	660.00
Previous Year Taxes	-	-	-	-	9.33
	-	-	-	-	21.30
Profit after Taxes	-	-	-	-	1,738.07

Particulars	Wire Division	Plastic Product Division	Power Division	Trading Division	Total
Segment Assets	8,324.38	794.53	130.89	222.73	9,472.52
Unallocable Assets	-	-	-	-	3,328.73
Segment Liability	522.77	562.95	-	-	1,085.72
Unallocable Liability	-	-	-	-	3,517.96
Segment Capital Expenditure	406.03	-	-	-	406.03
Unallocated Capital Expenditure	-	-	-	-	839.51
Segment Depreciation	56.77	15.47	16.89	-	89.12
Unallocated Depreciation	-	-	-	-	68.33

For and on behalf of the Board of Directors

As per our report of even date attached
For Anil Kamal Garg & Company
Chartered Accountants
ICAI Firm Registration No. 004186C

SD/-
(Praveen Kataria)
Director
DIN : 00088633

SD/-
(Hemant Kataria)
Director
DIN : 00088833

SD/-
(Krutika Maheshwari)
Company Secretary

SD/-
(Devendra Bansal)
Partner
Mem. No. 078057

Place : Indore
Dated : May 18th, 2019

D. P. WIRES LIMITED
(Formerly known as DP Wires Private Limited)
CIN: L27100MP1998PLC029523
16-18A, INDUSTRIAL ESTATE, RATLAM, MP 457001 IN
E mail ID: info@dpkataria.in Website: www.dpwires.co.in
Phone No.: +91-7412-261130

NOTICE

Notice is hereby given that the 21st Annual General Meeting of D. P. WIRES LIMITED will be held on Monday, 30th day of September, 2019 at 11:30 A. M. at 33-44, Industrial area, Ratlam, MP 457001 IN, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements (standalone) of the company for the year ended on 31st March, 2019 and reports of the Board of Directors and Statutory Auditors thereon.
2. To appoint a director in place of Mr. Kanti Lal Kataria (Director) (DIN: 00088599), who retires by rotation and being eligible, offers himself, for re-appointment.
3. Appointment of Auditor:

To consider and if thought fit to pass with or without modification(s) the following resolution as an ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and their corresponding rules Anil Kamal Garg & Company, Chartered Accountants, (ICAI Firm Registration No. 004186C), who have offered themselves for appointment and have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014, be and is hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of 21st Annual General Meeting up to the conclusion of 26th consecutive Annual General Meeting at a remuneration as may be decided by the Board of Directors as per recommendation of Audit Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution”.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM/HER AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, THE PROXY, DULY COMPLETED AND SIGNED, MUST BE DEPOSITED AT THE

REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

Pursuant to Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

The instrument appointing proxy in order to be effective should be duly stamped, completed and signed and should be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting. A Proxy Form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.

2. Members holding shares in dematerialized form are requested to intimate all particulars of bank mandates, nominations, power of attorney, change in address, change of name, e – mail address, contact numbers, etc. to their depository participants (DP) and not to the company.

3. The Securities Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs.

4. Register of Directors and Key Managerial Personnel and their shareholding and Register of contracts or Arrangements in which Directors are interested, maintained under Sections 170 and 189 respectively of the Act, will be available for inspection by the members at the AGM.

5. The Company's Register of members and Share Transfer Books will be closed from 23rd September, 2019 to 30th September, 2019 (both days inclusive) for the purpose of Annual General Meeting of the company.

6. Pursuant to the provisions of sections 101 and 136 of the Act read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their email addresses either with their DP or the company. Notice of the AGM along with Annual Report for the year ended March 31, 2019 is being sent by electronic mode to those members whose email addresses are registered with the Company/Depositories, unless a member has requested for a physical copy of the same. Physical copies of the Annual Report are being sent by the permitted mode to those Members who have not registered their email addresses. Members desirous of receiving physical copies of the Annual Report are requested to write to the Investors' Services Department at the Registered Office of the Company. Annual Report for the year ended March 31, 2019 circulated to Members is also available on the website of the company www.dpwires.co.in.

Members who have not registered their e-mail address with the Company are requested to submit their valid e-mail address to the Registrar and Transfer Agent of the company M/s Bigshare Services Private Limited. Members holding shares in demat form are requested to register/update their e-mail address with their Depository Participant(s) directly.

7. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

8. Members are requested to:

- a. Quote ledger folio numbers/DP ID and Client ID Numbers in all their correspondence;
- b. Approach the Company for consolidation of multiple ledger folios into one;
- c. To avoid inconvenience, get shares transferred in joint names, if they are held in a single name and/or appoint a nominee; and
- d. Bring with them at the AGM, their copy of the Annual Report and Attendance slip.

9. NRI Members are requested to inform the Investors Services Department of the Company immediately of:-

- a. Particulars of their bank account maintained in India with complete name, branch, account type, account number, and address of the bank with pin code number, if not furnished earlier; and
- b. Change in their residential status and address in India on their return to India for permanent settlement.

10. Members desirous of obtaining any information concerning accounts and operations of the company are requested to address their communications at the registered Office of the company, so as to reach at least seven days before the date of the meeting, so that the required information can be made available at the meeting, to the extent possible.

11. Members, who hold shares in electronic form, are requested to notify their DP and Client ID Number at the AGM for easier identification.

12. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.

13. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.

14. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to bring your folio number/demat account number/DP ID-Client ID to enable us to give you a duly filled attendance slip for your signature and participation at the meeting.

15. The details of the directors seeking re-appointment at the Annual General Meeting are provided in Annexure A to this Notice. The Company has received the necessary consents/declarations for the re-appointment under the Companies Act, 2013 and the rules thereunder.

16. The details of the statutory auditors proposed to be appointed at the Annual General Meeting are provided in Annexure B to this Notice. The Company has received the necessary consents/declarations for the re-appointment under the Companies Act, 2013 and the rules thereunder. The auditor to be appointed have consented to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as the Statutory Auditors in terms of the Companies Act, 2013 and the rules made thereunder. Pursuant to Section 139 of the Companies Act, 2013, approval of the members is required for appointment of the Statutory Auditors and fixing their remuneration by means of an ordinary resolution. Accordingly, approval of the members is sought for

appointment of M/s. Anil Kamal Garg & Co, Chartered Accountants, Indore as the Statutory Auditors of the Company and to fix their remuneration. None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the resolution.

By order of the Board of Directors

Ratlam
30.08.2019

Sd/-
Krutika Maheshwari
Company Secretary

Annexure A to Notice of AGM

Details of Directors seeking Re-Appointment as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

In terms of the provisions of Section 152 of the Companies Act, 2013 Mr. Kanti Lal Kataria, being longest in the office will retire by rotation and would be eligible for re-appointment in the forthcoming Annual General Meeting. In terms of the provisions of Section 196 of the Companies Act, 2013 Mr. Kanti Lal Kataria (DIN: 00088599), is seeking reappointment in the ensuing Annual General Meeting. In accordance to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the details of Directors retiring by rotation/seeking re-appointment at the forthcoming Annual General Meeting are as under:-

Particulars	Mr. Kanti Lal Kataria
Date of Birth	05.08.1948
Date of First Appointment on Board	21.03.2017
DIN	00088599
Qualifications	Bachelors In Engineering
Expertise in specific functional areas	Marketing
Terms and Conditions of Appointment/Re-Appointment	As per the resolution at item no. 2 of the Notice convening Annual General Meeting September 30, 2019, Mr. Kanti Lal Kataria is proposed to be re-appointed as a director liable to retire by rotation.
Directorships held in other public companies (excluding foreign companies and section 8 companies)	0
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholder's Committee)	0
Number of shares held in Company	40
Inter-se relationships between Directors	Praveen Kataria – Son Hemant Kataria – Son

**Status as on March 31, 2019*

By order of the Board of Directors

Ratlam
18.05.2019

Sd/-
Krutika Maheshwari
Company Secretary

Annexure B to the Notice of AGM

Details of Statutory Auditors seeking appointment as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

In terms of the provisions of Section 139 of the Companies Act, 2013, M/s Anil Kamal Garg & Co., who was appointed as statutory auditors of the company for a period of 5 years to hold office from the conclusion of 15th Annual General Meeting till the conclusion of 21st Annual General

Meeting, retire at the conclusion of ensuing Annual General Meeting. In terms of provisions of Section 139 (2)(b), the auditor firm can be reappointed for another term of 5 years from the conclusion of 21st Annual General meeting till the conclusion of 26th Annual General Meeting. Hence, the board recommends reappointing the statutory auditor at a remuneration of Rs. 2,25,000/- p.a. subject to revision from time to time as per recommendation of Audit Committee and board of directors of the company. In accordance to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the basis of recommendation of Audit Committee and Board of directors is vast experience and expertise of M/s Anil Kamal Garg & Co, Chartered Accountants in handling audit work. A brief profile of the firm is as follows:

M/s. ANIL KAMAL GARG COMPANY

CHARTERED ACCOUNTANTS

Kamal Kripa, 97, JAORACOMPOUND,

INDORE [M.P.] 452001 TEL.: 0731-2700940, 2704354;

FAX:0731-4045354,

email:anilgarg_ca@yahoo.com

website :www.akg88.com

FIRM PROFILE

A ABOUT US

Ours is a leading firm of Chartered Accountants having its core operations at Indore. We are providing a spectrum of professional services to the commercial community across the Globe since 1988. We work tirelessly for maintaining the high standards and ethics which a client expects from a professional firm. Through professional accountability, community service and a history rich in uncompromising integrity, we have built an organization that offers its clients the best possible services in the industry. We provide a comprehensive range of professional services in the Accounting, Assurance, Attestation, Legal and other related areas for all segments be it private, public, governmental, autonomous, profit and not-for-profit organizations.

Our services include:

- Statutory, Internal, Concurrent, Stock, Revenue, Management and Information System Audits;
- Compilations of Financial Statements;

- First Time Adoption and Transition to Indian Accounting Standards
- Tax return preparation and planning;
- Income-Tax Search, Surveys and Appellate matters;
- Settlement Proceedings related matters;
- Corporate and Personal financial planning;
- Company Law matters Consultancy and Secretarial Work;
- Indirect Taxation Consultancy;
- Goods & Services Tax related matters;
- Project Finance Consultancy;
- Analysis and implementation of computerized accounting systems;
- Arbitration and Conciliation matters
- Legal Agreements Drafting
- Due Diligence matters

REGISTRATIONS AND EMPANELMENTS

ICAI Firm Registration Number	004186C
C & AG Registration Number	CR-1411
MEF Code Number	MEF-23118
RBI Unique Code Number	200554 [Category ñ I]
Permanent Account Number	AAHFA7509B
GSTIN	23AAHFA7509B1ZZ

DETAILS OF PARTNERS

Name of Partner/Employee	Education Qualification	Experience	Capacity
1] CA. ANIL GARG	<i>B.Com., LL.B. (Hons.), FCA.</i>	29 years	Partner
2] CA. DEVENDRA BANSAL	<i>B.Com., FCA.</i>	19 years	Partner
3] CA. ARPIT GAUR	<i>B.Com., F.C.A., A.C.S., D.I.S.A.,</i>	6 years	Partner

	<i>LL.B. (Hons.)</i>		
4] CA. HARISH KUMAR MEHTA	<i>B.Com., A.C.A</i>	4 years	Partner
5] CA. AAYUSH GARG	<i>B.Com., A.C.A., D.I.S.A., FAFD (ICAI)</i>	2 years	Partner
6] CA. JAYANT LODHA	<i>B.Com., A.C.A.</i>	2 years	Partner
7] CA. MAYURI WADWANI	<i>B.Com., ACA.</i>	2 years	Partner
8] CA. AYUSH AGIWAL	<i>B.Com., A.C.A.</i>	2 years	Partner
9] CA. NISHA KABRA	<i>B.Com., ACA., FAFD (ICAI)</i>	1 years	Paid Employee
10] CA. SUYASH AGRAWAL	<i>B.Com., ACA.</i>	1 years	Paid Employee
11] Adv. ASHOK KUMAR GOUR,	<i>M.A. (Eco.), B. Com., LL.B. (Hons.)</i>	20 years	Networking Professional
12] CS. ARCHNA MAHESHWARI,	<i>F.C.S., LL.B. (Hons.), B. Com.</i>	5 years	Networking Professional
13] CS. MEGHA NEEMA	<i>A.C.S., B. Com.</i>	1 years	Networking Professional

OUR GOAL

We endeavor to be involved in all areas of our clients' financial well being and encourage them to contact us with any financial issue of a personal or corporate nature. Our ultimate objective is to render faultless timely services to the best satisfaction of our constituents. We see our role in any organization, not merely as a Tax Consultant or Auditor, but also as business advisors.

D. P. WIRES LIMITED
(Formerly known as DP Wires Private Limited)
CIN: L27100MP1998PLC029523
16-18A, INDUSTRIAL ESTATE, RATLAM, MP 457001 IN
E mail ID: info@dpkataria.in Website: www.dpwires.co.in
Phone No.: +91-7412-261130

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting venue)

21st Annual General Meeting, held on Monday, 30th Day of September, 2019 33-44, Industrial area,, Ratlam, MP 457001 IN

Regd. Folio No._____/DP ID_____ Client ID/BEN. A/C_____ No. of shares held_____

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 21st Annual General Meeting of the Company on 30th Day of September, 2019 at **33-44, Industrial area, Ratlam, MP 457001 IN** at the registered office of the company.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall

Members are requested to tender their attendance slip at the registration counters at the venue of the Annual General Meeting (AGM) and seek registration before entering the meeting hall.

D. P. WIRES LIMITED
(Formerly known as DP Wires Private Limited)
CIN: L27100MP1998PLC029523
16-18A, INDUSTRIAL ESTATE, RATLAM, MP 457001 IN
E mail ID: info@dpkataria.in Website: www.dpwires.co.in
Phone No.: +91-7412-261130

FORM NO. MGT-11
PROXY FORM

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3)
of the Companies (Management and Administration) Rules, 2014]*

Name of the member (s):

Registered address:

E-mail Id:

Folio No. : Client Id:

DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature: or failing him
2. Name:
Address:
E-mail Id:
Signature: or failing him
3. Name:
Address:
E-mail Id:
Signature: or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21st Annual General Meeting of the company, to be held on the Monday, the 30th Day of September, 2019 at 11:30 a. m. at 16-18A, Industrial Estate, Ratlam, MP 457001 IN and at any adjournment thereof in respect of such resolutions as are indicated below:

1. Adoption of audited financial statements including Balance Sheet as at 31st March, 2019, Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and report of the Board of Directors and Auditors thereon.
2. Director in place of Mr. Kanti Lal Kataria (Whole Time Director) (DIN: 00088599), who retires by rotation and being eligible, offers himself, for re-appointment.
3. Appointment of Statutory Auditors.



Signed this..... day of..... 20....
shareholder

Signature of Proxy holder(s)

Affix revenue
stamp of
Re 1

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

POLL FORM

Serial No.*: Member's Registered Folio No./DP & Client ID

1. Name(s) of the Member(s) including joint Holder(s) : _____
If Any (IN BLOCK LETTERS)

2. Postal Address of the Member : _____

3. Registered Folio No. /DP ID/ Client ID* : _____
(*Applicable to Investors Holding Shares in demat form)

4. Number of Share(s) held : _____

I/ We hereby exercise my/our vote in respect of the Resolutions set out in the Notice of the 21st Annual General Meeting of the Company by sending my/our assent or dissent to the said resolution(s) by placing the tick () mark at the appropriate box below:

Item No.	Description	Type of Resolution	No. of Shares	I/We assent to Resolution (FOR)	I/We dissent to Resolution (AGAINST)
1	Adoption of Financial Statements	Ordinary			
2.	Appointment of Shri Kantilal Kataria as a director liable to retire be rotation	Ordinary			
3.	Appointment of statutory auditors	Ordinary			

Place :

Date :

(Signature of The Member)

*Member's Registered Folio No./DP ID/Client ID shall be considered as Serial No. of Ballot Form for respective Member.

Directions for 21st Annual General Meeting of DP Wires Limited,

