



**Expo Gas Containers Limited**  
ANNUAL REPORT 2019-2020

[www.expogas.com](http://www.expogas.com)

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**Board of Directors**

Shri. Murtuza S. Mewawala	-	Chairman
Shri. Hasanain S. Mewawala	-	Managing Director
Shri Sajjadhussein Nathani	-	Non-executive & Independent Director
Shri Tribhuvan Nath Tripathi	-	Non-executive & Independent Director
Shri. Shailesh Dhimantlal Shah	-	Non-executive & Independent Director
Smt. Sajeda Hasanain Mewawala	-	Non-executive Director

**Statutory Auditors**

M/s. J. H. Gandhi & Co.,  
Chartered Accountants  
309, Sai Leela Commercial Complex, S. V. Road,  
Opp. Moksh Plaza, Borivali West,  
Mumbai-400 092

**Bankers**

The Saraswat Co-operative Bank Ltd.  
SME Vile Parle (East) Branch,  
Bholanath CHS Ltd., Ground and First Floor,  
Subhash Road, Vile Parle (East),  
Mumbai - 400 057

**Registered Office**

CIN: L40200MH1982PLC027837  
Expo House,  
150, Sheriff Devji Street,  
Mumbai - 400 003  
Tel No: - 61319600  
E-Mail: - [accounts@expogas.com](mailto:accounts@expogas.com)  
Web: [www.expogas.com](http://www.expogas.com)

**Works**

A/10, MIDC, Murbad,  
Dist.. Thane - 421401.

**Registrars and Share Transfer Agents**

Adroit Corporate Services Private Limited  
19, Jaferbhoy Industrial Estate  
1<sup>ST</sup> Floor, Makwana Road,  
Marol Naka, Andheri (East),  
Mumbai - 400 059.  
Tel No: - 42270427, 42270426  
Fax: - 28503748

**NOTICE**

Notice is hereby given that the Thirty Seventh Annual General Meeting of the Shareholders of the Company will be held on Friday, the 25<sup>th</sup> September 2020 at 11.30 a. m. through Video Conference (VC) / Other Audio Visual Means (OAVM) facility, to transact following businesses

The proceedings of the Annual General Meeting (“AGM”) shall be deemed to be conducted at the Registered Office of the Company at Expo House, 150, Sheriff Devji Street, Mumbai - 400 003 which shall be the deemed venue of the AGM.

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2020 and statement of Profit & Loss Account for the financial year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Sajeda Mewawala (DIN : 07037043), who retires by rotation and, being eligible, offers herself for re-appointment.
3. To ratify the appointment of M/s. J. H. Gandhi & Co., Chartered Accountants (Firm Reg. No. 116513W), as Statutory Auditors of the Company to hold office until the conclusion of the Thirty Eighth (38<sup>th</sup>) Annual General Meeting, on such remuneration and reimbursement of out-of-pocket expenses, as may be agreed by the Board of Directors of the Company from time to time.

**SPECIAL BUSINESS**

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

**RE - APPOINTMENT OF MR. HASANAIN S. MEWAWALA AS MANAGING DIRECTOR**

“RESOLVED THAT subject to the approval of the shareholders at the ensuing Annual General Meeting and pursuant to the provisions of Sections 196, 197 & 203 & other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V of the said Act, approval of the Company be and is hereby accorded to the re-appointment of Mr. Hasanain S. Mewawala as Managing Director of the Company for further period of five years w. e. f. 16.11.2020 on such remuneration as may be determined by the Board of Directors from time to time within the limits specified below:

A. SALARY: Rs. 1,25,000/- per month.

B. PERQUISITES:

In addition to salary he will be entitled to perquisites such as furnished accommodation/house rent allowance, reimbursement of gas, electricity, water, furnishing, medical expenses, club fees, personal accident/medical insurance premium, leave travel concession for self and family etc. in accordance with the rules specified by the company

from time to time, provided that the value of such perquisites shall be restricted to Rs. 15 Lacs p.a.

1. For the purpose of calculating the above ceiling perquisites shall be evaluated as per income tax rules, wherever applicable, otherwise at actual.
  2. For the purpose of calculating the above ceiling, the following shall not be included:
    - (i) Provision for use of company's car for official duties and telephone at residence (including payment for local calls and long distance official calls);
    - (ii) Company's contribution to provident fund and superannuation fund not exceeding 25% of the salary, if any:
    - (iii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service as per gratuity rules and
      - i Encashment of leave at the end of the tenure as per the rules of the company.
- C. The total remuneration including perquisites and contribution towards provident fund and superannuation fund payable to the managing director shall not exceed 5% of the profits calculated in accordance with Sections 197 of the Companies Act, 2013.
- D. The Board of directors may, in their discretion pay to Mr. Hasanain S. Mewawala, Managing Director, lower remuneration than the maximum remuneration hereinabove stipulated and revise the same from time to time within the limits stipulated by this resolution.
- E. In the event of absence or inadequacy of net profit in any financial year, the remuneration payable to the Managing Director shall be governed by the provisions of Schedule V of the Companies Act, 2013 and will be adjusted appropriately.
- F. Subject to the control and superintendent of the Board of Directors, Mr. Hasanain S. Mewawala, Managing Director shall perform such duties and functions, as may be delegated to him from time to time.

**"RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps as the board may consider necessary or expedient to give effect to this resolution."

## **NOTES**

1. In view of Continuing COVID -19 Pandemic, the Ministry of Corporate Affairs (MCA) has vide its circular dated May 05, 2020 read with circular dated April 08, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars" permitted the holding of Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM) without the physical presence of the members at a venue of the Meeting. In compliance with the provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) (LODR)

Regulations 2015 and MCA circulars, the AGM of the company is being held through VC /OVAM.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Attendance of the Members participating in the 37<sup>th</sup> AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Adroit Corporate Services Private Limited (Adroit) for assistance.
5. The Annual Report will also be available on the website of the Company at [www.expogas.com](http://www.expogas.com) in the Investors relation section.
6. The Register of Members and the Share Transfer Book will remain closed from Monday the 21<sup>st</sup> September 2020 to Friday the 25<sup>th</sup> September 2020 (Both days inclusive) for the purpose of Annual General Meeting.
7. Members are requested
  - i Intimate immediately any change in their address to Company's registrar and Share transfer agent.  
Adroit Corporate Services Private Limited  
19, Jaferbhoy Industrial Estate  
1<sup>ST</sup> Floor, Makwana Road,  
Marol Naka, Andheri (East),  
Mumbai - 400 059.  
Tel No: - 42270400 / 42270422 Fax: - 28503748  
  
Members holding shares in electronic form are advice to inform change in address directly to their respective depository's participants.
  - ii Send all correspondence relating to transmission/transposition/deletion in respect of physical shares to Registrar and Transfer agent and not to the Company.
  - iii Intimate Registrar and Share Transfer Agents M/s. Adroit Corporate Services Private Limited for consolidation of their folios, in case they are having more than one folio.

8. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their registered email id, bank details, NECS, mandates, nominations, power of attorney etc to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in the Company's records which will help the Company and its Registrar and Transfer Agents, M/s. Adroit Corporate Services Private Limited, to provide efficient and better service to the Members. Members holding shares in physical form are requested to advice such changes to the Company's Registrar and Transfer Agents, M/s. Adroit Corporate Services Private Limited.
9. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website [www.expogas.com](http://www.expogas.com), websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL.
10. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
11. **The instructions for shareholders for remote e-voting are as under:**
  - (i) The voting period begins on Tuesday, 22 September 2020, 09.00 a.m. to Thursday, 24 September 2020, 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18<sup>th</sup> September 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iv) Click on "Shareholders" module.
  - (v) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

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

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

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

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **Expo Gas Containers Limited** on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.



- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to **Company/RTA email id**.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least Two (2) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (accounts@expogas.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance Seven (07) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (accounts@expogas.com). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. The Company reserves the right to restrict the number of questions and number of speakers as appropriate for smooth conduct of AGM.

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

**(xx) Note for Non - Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [accounts@expogas.com](mailto:accounts@expogas.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022-23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

ANNEXURE TO THE NOTICE

**Details of the directors proposed to be appointed / re-appointed as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Item no. 2: Re-Appointment of Mrs. Sajeda Mewawala as Director, retiring by rotation.**

Name	Sajeda Mewawala
Age	39 Years
Qualification	B. A
Experience	15 years
Date of First Appointment	13.02.2015
Executive & Non Executive Director	Non Executive Director
Shareholding in the Company	337500
Relationship with other directors and Key Managerial of the Company	Wife of MD
Number of Meetings of the Board attended/ held	07
Directorships held in other public companies (excluding foreign companies and Government Bodies)	N. A.
Committee positions held in Indian Public Companies as on 31.03.2020	N. A.
Chairman/ member in the committees of the boards of companies in which he is Director (includes only Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee)	N. A.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.****Item No. 4**

Mr. Hasanain Mewawala was appointed as the Managing Director of the Company for a period of five years effective November 17, 2015 till November 16, 2020, not liable to retire by rotation. Based on the recommendation of the Nomination and Remuneration Committee, the Board on August 28, 2020 has decided to re-appoint him for further period of 5 years subject to approval of the Shareholders.

The Details of remuneration as may be determined by the Board of Directors from time to time within the limits specified below:

- A. SALARY: Rs. 1,25,000/- per month.
- B. PERQUISITES:

In addition to salary he will be entitled to perquisites such as furnished accommodation/house rent allowance, reimbursement of gas, electricity, water, furnishing, medical expenses, club fees, personal accident/medical insurance premium, leave travel concession for self and family etc. in accordance with the rules specified by the company from time to time, provided that the value of such perquisites shall be restricted to Rs. 15 Lacs p.a.

1. For the purpose of calculating the above ceiling perquisites shall be evaluated as per income tax rules, wherever applicable, otherwise at actual.
2. For the purpose of calculating the above ceiling, the following shall not be included:
  - (i) Provision for use of company's car for official duties and telephone at residence (including payment for local calls and long distance official calls);
  - (ii) Company's contribution to provident fund and superannuation fund not exceeding 25% of the salary, if any;
  - (iii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service as per gratuity rules and
  - (iv) Encashment of leave at the end of the tenure as per the rules of the company.
- C. The total remuneration including perquisites and contribution towards provident fund and superannuation fund payable to the managing director shall not exceed 5% of the profits calculated in accordance with Sections 197 of the Companies Act, 2013.
- D. The Board of directors may, in their discretion pay to Mr. Hasanain S. Mewawala, Managing Director, lower remuneration than the maximum remuneration hereinabove stipulated and revise the same from time to time within the limits stipulated by this resolution.
- E. In the event of absence or inadequacy of net profit in any financial year, the remuneration payable to the Managing Director shall be governed by the provisions of Schedule V of the Companies Act, 2013 and will be adjusted appropriately.
- F. Subject to the control and superintendent of the Board of Directors, Mr. Hasanain S. Mewawala, Managing Director shall perform such duties and functions, as may be delegated to him from time to time.

Mr. Hasanain Mewawala, Mrs. Sajeda Hasanain Mewawala and Mr. Murtuza Mewawala are interested in the resolution. None of the other Directors and key managerial personnel or their relatives are concerned or interested in the aforesaid resolution.

**By Order of the Board  
For Expo Gas Containers Limited**

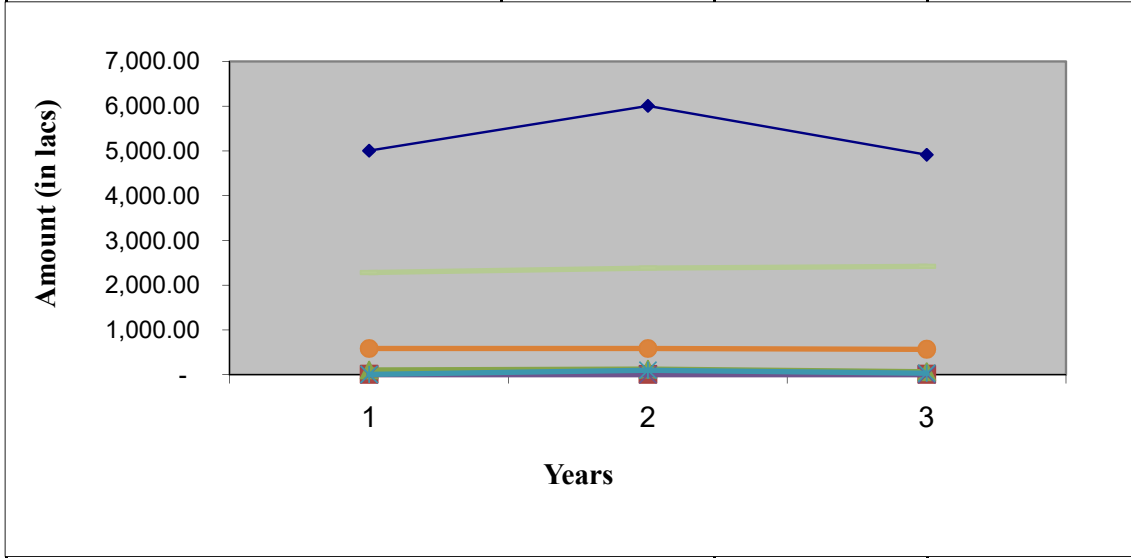
**Place : Mumbai  
Dated : 28.08.2020**

**Sd/-  
(Hasanain S. Mewawala)  
Managing Director  
(DIN 00125472)**

**FINANCIAL HIGHLIGHTS**

(Rs in lacs)

PARTICULARS	2017-18	2018-19	2019-20
Sales	5,003.00	6,005.95	4,912.47
EBIDTA	587.54	588.13	570.49
EBIDTA (%)	11.74	9.79	11.61
PBT	105.30	125.21	67.40
PBT (%)	2.10	2.08	1.37
PAT	9.00	100.22	35.66
PAT (%)	0.18	1.67	0.73
Debt	2,963.08	3,233.56	3,800.03
Net Worth	2,283.95	2,384.17	2,419.83
Debt / Equity Ratio	1.30	1.36	1.57



**DIRECTORS' REPORT**

To,  
The Members,

Your Directors present herewith Thirty Seventh Annual Report together with audited statement of accounts for the year ended 31<sup>st</sup> March 2020.

**FINANCIAL RESULTS**

(Rs. in Lacs)

Particulars	As on 31.03.2020	As on 31.03.2019
Sales Turnover	4912.48	6005.95
Profit / (Loss) before Depreciation and Interest	570.49	588.13
Less: - Interest	442.08	399.38
Less: - Depreciation	61.00	63.54
<b>Net Profit / (Loss) before Tax</b>	<b>67.40</b>	<b>125.21</b>
Less: - Tax		
- Current tax	26.43	42.94
- Earlier Tax	7.66	1.00
- Deferred Tax Liabilities / (Assets)	(2.35)	(18.96)
<b>Net Profit after Tax</b>	<b>35.66</b>	<b>100.22</b>
Profit / (Loss) brought forward	1038.63	938.41
<b>Balance Carried to Balance Sheet</b>	<b>1074.28</b>	<b>1038.63</b>

**COVID -19**

In the last month of financial year 2019-20, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activity. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees, the switch to work from home for employees all over to work remotely and securely.

**MANAGEMENT OUTLOOK FOR THE YEAR 2020-21**

Due to the pandemic, a lot of project works, at different stages, during the first quarter, suffered because of the migrant crisis. A lot of workers went home leaving the project and almost no work could be done in the first quarter. This would result into a very weak first quarter. Our efforts will be to overcome the shortfalls in the remaining three quarters. The economy also will pick up once the lockdown restrictions are lifted. We will be able to resume and try to maximize the sales in the remaining quarters to achieve our target of at least 20% growth than last year. Hence, the Company will revise its target to Rs. 60.00 Crores for the upcoming year.

**FUTURE OUTLOOK**

The Company could continue to maintain its growth during the year under review and could have achieved a little more than what is already done. However, the onset of COVID-19 as early as January, 2020 in China and later WHO declaring it as a "Pandemic" in early March, 2020 and the

subsequent nationwide lockdown decelerated the activities, bringing it to a grinding halt during the last few days of March, 2020.

Notwithstanding the above, the Company finds silver lining in the fact that the Indian Oil & Gas market is undergoing a rapid transformation over the recent past. The country offers a strong growth outlook with significant new investment opportunities in the medium to long term future; in particular, domestic and foreign companies planning to expand their operations in the India midstream and downstream oil and gas industry will witness new opportunities.

The Indian economy is likely to rebound in the second half of 2020 as the impact of the COVID-19 pandemic recedes, and is projected to grow by 6.7 per cent in the next financial year,

Oil and gas sector is among the eight core industries in India and plays a major role in influencing decision making for all the other important sections of the economy.

India's economic growth is closely related to its energy demand, therefore, the need for oil and gas is projected to grow more, thereby making the sector quite conducive for investment.

Following are some of the major investments and developments in the oil and gas sector:

- In March 2020, Indian Oil Corp (IOC) began supply of the world's cleanest petrol and diesel across the country with all its 28,000 petrol pumps dispensing ultra-low sulphur fuel a good two weeks before the April 1 deadline.
- Indian Oil Corporation (IOC) plans to invest Rs 500 crore (US\$ 71.54 million) at Chitradurga in Karnataka.
- ExxonMobil and ONGC signed a memorandum of understanding (MoU) for offshore blocks.
- MoU signed between NSIC & ARAMCO Asia for development in Oil & Gas Sector.
- Foreign investors will have opportunities to invest in projects worth US\$ 300 billion in India as the country looks to cut reliance on oil import by 10 per cent by 2022 according to Mr Dharmendra Pradhan, Minister of Petroleum and Natural Gas, Government of India.
- ONGC was going to invest Rs 17,615 crore (US\$ 2.73 billion) on drilling oil and gas wells in 2018-19.

Some of the major initiatives taken by the Government of India to promote oil and gas sector are:

- State run energy firms, Bharat Petroleum, Hindustan Petroleum and Indian Oil Corporation, plan to spend US\$ 20 billion on refinery expansions to add units by 2022.
- The Government is planning to set up around 5,000 compressed biogas (CBG) plants by 2023.



- The Government is planning to invest US\$ 2.86 billion in the upstream oil and gas production to double natural gas production to 60 bcm and drill more than 120 exploration wells by 2022.
- Government of India is planning to invest Rs 70,000 crore (US\$ 9.97 billion) to expand the gas pipeline network across the country.
- In September 2018, Government of India approved fiscal incentives to attract investment and technology to improve recovery from oil fields, which is expected to lead to hydrocarbon production worth Rs 50 lakh crore (US\$ 745.82 billion) in the next 20 years.
- State-run oil firms are planning investment worth Rs 723 crore (US\$ 111.30 million) in Uttar Pradesh to improve the LPG infrastructure in a bid to promote clean energy and generate employment.
- The Oil Ministry plans to set up bio-CNG (compressed natural gas) plants and allied infrastructure at a cost of Rs 7,000 crore (US\$ 1.10 billion) to promote the use of clean fuel.

#### **DIVIDEND**

The Dividend for the year ended 31<sup>st</sup> March, 2020 is not advisable as in order to conserve the resources, your Directors feel that the profits be retained in the business to overcome any unforeseen difficulties due to the pandemic gripping the world.

#### **TRANSFER TO RESERVE**

The Company has not transferred any amount to the Reserves during the year.

#### **MANAGEMENT DISCUSSION & ANALYSIS REPORTS**

The Management Discussion and Analysis of financial condition, including the results of operations of the Company for the year under review as required under Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided as a separate section forming part of the Annual Report.

#### **MATERIAL CHANGES AND COMMITMENT AFFECTING THE FINANCIAL POSITION**

There are no material changes affecting the financial position of the Company subsequent to the close of the FY 2019-20 till the date of this report.

#### **DEPOSITS**

The Company has not accepted any deposit or unsecured loans from the public within the meaning of Section 73 of the Companies Act, 2013 read with The Companies (Acceptance of deposit by Companies) Rules, 2014.

### **SHARE CAPITAL**

The Authorized Capital of the Company is 4,00,00,000 Equity shares of the Company of Rs. 4/- each and the paid capital of the Company as on 31.03.2020 is 1,90,36,400 Equity shares of the Company of Rs. 4/- each.

During the year under review, the Company has not issued shares with differential voting rights nor has issued any sweat equity. As on March 31, 2020, none of the Directors of the Company hold any convertible instruments of the Company.

### **DIRECTORS**

During the year under review Mrs. Sajeda Mewawala retires by rotation and being eligible offer herself for re-appointment.

Mr. Hasanain Mewawala, Managing Director complete the term of 5 years of appointment on 16.11.2020 and his re-appointment is placed before the members at the ensuing Annual General Meeting of the Company. Except this there are no changes in the directors of the Company.

### **DECLARATION BY AN INDEPENDENT DIRECTOR(S)**

The Independent Directors have submitted a declaration that they meet the criteria of independence and that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence, pursuant to Regulation 25 of the Listing Regulations. Further, declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended by Ministry of Corporate Affairs (“MCA”) Notification dated October 22, 2019, regarding the requirement relating to enrolment in the Data Bank created by MCA for Independent Directors, has been received from all the Independent Directors.

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of Listing Regulations.

In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

Based on the confirmation / disclosures received from the Directors, the following Non-Executive Directors are Independent as on March 31, 2020:

- 1) Mr. SajjadHussein Nathani
- 2) Mr. Shailesh Shah
- 3) Mr. Tribhuwan Nath Tripathi

### **ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS**

The Board of Directors of the Company has initiated and put in place evaluation of its own performance, its committees and individual directors. In a separate meeting of independent directors, performance of non-independent directors, the Board as a whole and the Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors. The results of the evaluation are satisfactory and adequate and meet the requirement of the Company.

### **BOARD MEETINGS**

Pursuant to Section 134(3)(b), details of Board meeting held in the year is reflected in the Corporate Governance Report.

During the year Six (6) Board Meetings and Five (5) Audit Committee Meetings were held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

A separate meeting of Independent Directors, pursuant to Section 149 (7) read with Schedule VI of the Companies Act, 2013 was held on 02.03.2020

### **NOMINATION AND REMUNERATION POLICY**

The Board has on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Nomination and Remuneration Policy is posted on the website of the Company.

### **CORPORATE GOVERNANCE**

The Company does not fall under purview of Regulations of Corporate Governance pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the same is applicable as per the Companies Act, 2013 and the Company is fully compliant with the applicable provision and the Company is committed to ensure compliance with all modification within prescribed norms under Companies Act, 2013. Company is committed to maintain the highest standards of corporate practices, a separate section on Corporate Governance is provided as part of this Annual Report.

### **STATUTORY AUDITOR**

M/s. J. H. Gandhi & Co, Chartered Accountant, were appointed as the statutory Auditors for a block of 5 years to hold the office till the conclusion of the 39<sup>th</sup> Annual General Meeting and that the Board is authorized to fix the remuneration as may be determined by the Audit Committee in consultation with the Auditors. In view of this M/s. J. H. Gandhi & Co, Chartered Accountants continue as statutory auditor for FY 2020-2021.

The Auditors Report for the Financial Year ended March, 31, 2020 does not contain any qualification, reservation or adverse remark.

### **INTERNAL AUDITOR**

As required under the new Companies Act, 2013, the Company has appointed an Internal Auditor. The other observations of Auditors are self-explanatory in the notes referred to by them.

**SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed M/s. ND & Associates, a firm of Company Secretaries in Practice to undertake the secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed herewith as “Annexure A.”

**RISK MANAGEMENT POLICY**

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Board of Directors of the Company.

**INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The company is having in place Internal Financial Control System. The Internal Financial Control with reference to the financial statement was adequate and operating effectively.

**VIGIL MECHANISM/WHISTLE BLOWER POLICY**

The Board of Directors has formulated a Whistle Blower Policy in compliance with the Section 177(10) read with Regulation 22 of SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015. The Company has a vigil mechanism to deal with instance of fraud and mismanagement, if any. The policy is in place and the Company has uploaded the same to its website.

**PARTICULARS OF LOAN, GUARANTEE & INVESTMENTS**

The particulars of loans, guarantees and investments as per Section 186 of the Act by the Company, have been disclosed in the financial statements.

**ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE**

The information required under Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, with respect to conservation of energy, technology absorption and foreign exchange earnings/outgo is given hereto and forms a part of this report.

**FORM – A**

Form for disclosure of particulars with respect to Conservation of Energy.

<b>Power and Fuel Consumption</b>		<b>Current year 31.03.2020</b>	<b>Current year 31.03.2019</b>
1)	<b><u>Electricity</u></b>		
	Purchase Unit (KWH)	3.07	2.84
	Total Amount (Rupees in lacs)	41.17	28.65
	Rate per Unit (Rupees)	13.39	10.08
2)	Coal	N.A	N.A

3)	Furnace Oil	N.A.	N.A.
4)	Internal Generation	N.A.	N.A.

**TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION**

Energy conservation is not only a national priority but also a key value driver for your Company. Employees are also encouraged to give suggestion that will result in energy saving.

As prescribed under the Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 is not applicable, as there is no technology absorption, adaptation and innovation made by your Company in the goods manufactured.

**FOREIGN EXCHANGE EARNING AND OUTGO**

	<i>Rs. in Lacs</i>
<i>i) CIF Value of Imports</i>	<i>NIL</i>
<i>ii) Expenditure in foreign currency</i>	<i>NIL</i>
<i>iii) Foreign Exchange earned</i>	<i>NIL</i>

**PARTICULARS OF EMPLOYEES**

The information required under section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company are given below:

- a. **The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:**

<b>Executive Director</b>	<b>Ratio to median remuneration</b>
Hasanain S. Mewawala	3.23

<b>Non- executive Directors</b>	<b>Ratio to median remuneration</b>
NIL	NIL

- b. **The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:**

There is no increase in the remuneration of Mr. Hasanain S. Mewawala

- c. **The percentage increase in the median remuneration of employees in the financial year:** -8.11%
- d. **The number of permanent employees on the rolls of the Company:** 72 (Excluding Key Managerial Personnel)
- e. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

Average percentile increase made in the salaries of employees was around -8.11% after accounting for promotions and other event based compensation revisions. There is moderate increase in salaries of high remuneration group. Few employees from high remuneration group have resigned and new employment in medium remuneration category. Hence though the number of employee increased from 59 to 72 percentage is in minus.

**f. Affirmation that the remuneration is as per the remuneration policy of the Company:**

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

**g. The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014: Not applicable (NA)**

**EXTRACT OF ANNUAL RETURN**

Pursuant to Section 92(3), extract of Annual Return in Form MGT-9 has been uploaded on the website of the Company.

**SUBSIDIARY COMPANIES**

The Company does not have any subsidiary.

**RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

During the year, the Company has revised the Policy on Materiality of Related Party Transactions and the same was approved by the Board in their meeting held on 29.03.2019. The said policy is made applicable from 01.04.2019. The revised policy is uploaded on the website of the Company.

**DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3)(c) OF THE COMPANIES ACT 2013**

The Directors state that: -

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation by way of notes to accounts relating to material departures;
- b) The selected accounting policies were applied consistently and the judgments and estimates made by them are reasonable and prudent so as to give true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March 2020 and of the profit for the year ended on that date;

- c) The proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The annual accounts have been prepared on a going concern basis.
- e) The Directors had laid down internal financial controls to be followed by the Company and that such internal controls are adequate and were operating effectively.
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

Industrial Relations continued to be harmonious throughout the year under review. Many initiatives have been taken to support business through organizational efficiency, process change support and various employee engagement programs which has helped the Organization achieve higher productivity levels.

### **PREVENTION OF INSIDER TRADING**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance beyond threshold limit mentioned in the policy for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

As per the requirements of Regulation 8(1) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015, the Company has formulated code of fair disclosure of unpublished price sensitive information and has uploaded the same on the official website of the Company. All Board Directors and the designated employees have confirmed compliance with the Code.

### **STATEMENT PURSUANT TO LISTING AGREEMENT**

The Company's Equity shares are listed at Bombay Stock Exchange Limited. The Annual Listing fee for the year 2020-21 has been paid.

### **STATUTORY DISCLOSURES**

None of the Directors of the Company are disqualified as per provisions of Section 164(2) of the Companies Act, 2013. Your Directors have made necessary disclosures, as required under various provisions of the Companies Act, 2013 and Listing regulations. Certificate as required under Part C of Schedule V of Listing Regulations is enclosed as Annexure 'B'.

### **QUALITY/ SAFETY CERTIFICATIONS**

Your Company has obtained the prestigious OSHAS (18001) certification. Your Company is also ISO 9001& 14001 certified by URS.

**COMMITTEE AND POLICY UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has constituted Internal Complaints Committee under and as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, no instance of complaint or report under the said Act was registered in any of the units of the Company.

**CORPORATE SOCIAL RESPONSIBILITY**

As per the Section 134 (o) Corporate Social Responsibility is not applicable to our Company.

**INDUSTRIAL RELATIONS**

During the year under review, your Company enjoyed cordial relationship with contractor and employees at all levels.

**ACKNOWLEDGEMENT**

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain an industry leader.

The Board places on record its appreciation for the support and co-operation your Company has been receiving from its suppliers, distributors, retailers and others associated with it.

Your Directors also take this opportunity to thank all Shareholders, Clients, Vendors, Banks, Government and Regulatory Authorities and Stock Exchanges, for their continued support.

For and on behalf of the Board  
For Expo Gas Containers Limited

Place : - Mumbai  
Dated : - 28.08.2020

Sd/-  
**(H. S. Mewawala)**  
Managing Director



**ANNEXURE “A” TO THE BOARD’S REPORT**  
**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020**

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

To,  
The Members,  
Expo Gas Containers Limited  
Expo House, 150 Sheriff Devji Street  
Mumbai - 400 003

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Expo Gas Containers Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our electronic verification (since physical verification was not possible on account of Pandemic of COVID -19 and Lockdown) of the M/s. Expo Gas Containers 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 electronically during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (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, 2015;

- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the Audit period).
- (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 Audit period).
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the Audit period).
- (f) The Securities and Exchange Board of India (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 Audit period) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the Audit period)
- (vi) Other laws as per the representation made by the Company are as follows;
  - Factories Act, 1948
  - Industrial Disputes Act, 1947
  - Payment of Wages Act, 1936
  - Payment of Bonus Act, 1965
  - Payment of Gratuity Act, 1972
  - The Contract Labour (Regulation and Abolition) Act, 1970
  - Employees Provident Fund and Miscellaneous Provisions Act, 1952
  - Employees State Insurance Act, 1948
  - Environment Protection Act, 1986
  - Indian Contracts Act, 1872
  - Income Tax Act, 1961 and Indirect Tax Laws
  - Pollution Control Laws

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and general meetings are generally complied.
- (ii) The provisions of SEBI (Listing obligations and Disclosures Requirements) Regulations, 2015 ;

During the period under review and as per the explanations/representation made by the management the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

As regards the examination of the financial laws, we have relied on the report of the statutory auditors of the company.

We have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, laws and regulations to the Company.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There are no changes in the composition of the Board of Directors during the period under review.

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

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

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

We further report that during the audit period there were no instance of :

- (i) Public/Right/Preference issue of shares / debentures / sweat equity, etc.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the members in pursuance to Section 180 of the Companies Act, 2013
- (iv) Merger / amalgamation / reconstruction, etc.
- (v) Foreign technical collaborations.

Further, during the year under audit the Company has appointed Mr. Murtuza S. Mewawala as Chief Financial Officer (CFO) as required under Section 203 of the Companies Act, 2013.

During the period under review, it has been noticed that the Statutory Auditors of the Company have not obtained Peer Review Certificate as required under Regulation 33(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Management has responded that the Statutory Auditor has already initiated the process of Peer Review for the period from F.Y. 2018 & 2019. However, due to Pandemic of Covid -19 the same is delayed.

Further, our report of even dated to be read along with the following clarifications:

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide as reasonable basis of our opinion.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws and regulations and happening
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Place : Mumbai**  
**Date : 26.08.2020**  
**UDIN : F003262B000617029**

**For ND & Associates**

**Sd/-**  
**Neeta H. Desai**  
**Practising Company Secretary**  
**CS No. 3262**  
**COP No.: 4741**

**ANNEXURE “B” TO THE BOARD’S REPORT**

**CERTIFICATE OF NON DISQUALIFICATION OF DIRECTORS**

*(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015)*

To  
The Members  
Expo Gas Containers Limited  
Expo House, 150 Sheriff Devji Street,  
Mumbai – 400 003

We have examined electronically the relevant registers, records, forms, returns and disclosure received from the Directors of Expo Gas Containers Limited having Corporate Identification Number (CIN) L40200MH1982PLC027837 and having registered office at Expo House, 150 Sheriff Devji Street, Mumbai – 400 003 (hereinafter referred to as ‘the Company’) produced before us by the Company for the purpose of issuing this certificate in accordance with Regulation 34(3) read with Schedule V Para C sub Clause (10)(i) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

In our opinion and to the best of our knowledge and according to the verifications including Directors Identification number (DIN) status at the portal www.mca.gov.in as considered necessary and explanation furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March 2020 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities Exchange Board of India, Ministry of Corporate Affairs or such other statutory Authority.

<b>Sr. No.</b>	<b>Name of The Director</b>	<b>DIN</b>	<b>Date of appointment in the Company</b>
1.	Hasanain Shaukatali Mewawala	00125472	14/12/2009
2.	Murtuza Shaukatali Mewawala	00125534	17/11/2015
3.	Sajjadhussein Mohammedhussein Nathani	00195888	14/12/2009
4.	Tribhuwan Nath Tripathi	05336984	20/07/2012
5.	Shailesh Dhimantlal Shah	06953175	11/08/2014
6.	Sajeda Hasanain Mewawala	07037043	13/02/2015

Ensuring the eligibility for the appointment or continuity of every Director on the Board of above referred Company is the responsibility of the management of the Company. Our responsibility is to express an opinion as stated above based on our electronic verification. This certificate is neither an assurance as to the future viability of the company or effectiveness with which the management has conducted the affairs of the Company.

**Place: Mumbai**  
**Date: 26.08.2020**  
**UDIN : F003262B000618503**

**For ND & Associates**

**Sd/-**  
**Neeta H. Desai**  
**Practising Company Secretary**  
**COP No. 4741**

## REPORT ON CORPORATE GOVERNANCE

### 1. Company's Philosophy on Corporate Governance

The Company does not fall under the purview of the Regulations of Corporate Governance pursuant to The SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 , however Expo is committed to adopt the best governance practices and its adherence in true spirit at all times. It has strong legacy of fair, transparent and ethical governance practices.

The Company has adopted a code of conduct which is applicable to all employees. The Company also has in place a code for preventing insider trading.

The Company is fully compliant with the requirements of the Companies Act, 2013 and applicable corporate governance norms and is committed to ensuring compliance with all modifications within the prescribed time.

### 2. Composition and Category of Directors

The Board is headed by Mr. Murtuza S. Mewawala, Chairman and is composed of eminent person with considerable professional experience in their respective fields. The present strength of the Board is Six (including one women director) of which one Director is executive Director and others are non-executive & Independent Directors. The composition and strength of the Board is in compliance with the Companies Act, 2013. None of the non-executive Directors has any pecuniary relationship or transactions with the Company.

During the year under review 01.04.2019 to 31.03.2020, 07 (Seven) Board Meetings were held as under to deliberate on various matters.

Sr. No.	Date of Board Meeting	Sr. No.	Date of Board Meeting
1.	02.05.2019	5.	14.11.2019
2.	29.05.2019	6.	13.02.2020
3.	13.08.2019	7.	09.03.2020
4.	16.10.2019		

The Composition of the Board of Directors and their attendance at the Board Meeting during the year and at the last annual general meeting as also the number of Directorship in Indian Public Limited Companies are as follows: -

Name of Director	No. of Board Meeting attended	Attendance at Last Annual General Meeting	Category of Director	Other Directorships in Public Co.	No. of Chairmanship / Membership of Board Committee in other Company	
					Chairman	Member
Mr. Hasanain Mewwala	07	Yes	MD/P	No	N.A.	N.A.
Mr. Murtuza Mewawala	04	Yes	C/P	No	N.A.	N.A.
Mr. Sajjadhussein Nathani	07	Yes	NED/I	No	N.A.	N.A.
Mr. Tribhuwan Nath Tripathi	07	No	NED/I	No	N.A.	N.A.
Mrs. Sajeda Hasanain Mewawala	07	No	NED/P	No	N.A.	N.A.
Mr. Shailesh Dhimantlal Shah	07	Yes	NED/I	No	N.A.	N.A.

**Note: -**

1. C / P - Chairman and Promoter.
2. MD / P - Managing Director and Promoter
3. NED / I - Non-executive and Independent Director.
4. NED/P - Non-executive Director and Promoter

**3. Board Agenda**

Meetings are governed by structured Agenda. The Board Members in consultation with the Chairman may bring up any matter for the consideration before the Board. Agenda working papers are circulated to the members of the Board at least seven working days prior to the date of the Board Meeting.

There is also a system of post meeting follow up, review & reporting process of the action /pending on decisions of the Board or its committee till the final implementation stage.

**4. Committees of the Board**

The Board of Directors has constituted three Committees of the Directors with adequate delegation of powers to discharge urgent business of the Company. These Committees are Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee. The Committee meets as often as required. The details of the Audit Committee, Stakeholder's Relationship Committee and Nomination & Remuneration Committee are as follows: -

## 1. Audit Committee

### i.) Terms of Reference

The terms of reference of the Audit Committee are as per the guidelines set out in the Listing Regulations, 2015 read with section 177 of the Companies Act, 2013. These broadly includes:

(i) developing an annual plan for Committee, (ii) review of financial reporting processes, (iii) review of risk management, internal control and governance processes, (iv) discussions on quarterly, half yearly and annual financial statements and the auditor's report, (v) interaction with statutory, internal and cost auditors to ascertain their independence and effectiveness of audit process and (vi) recommendation for appointment, remuneration and terms of appointment of auditors.

In addition to the above, the Audit Committee also reviews the following:

- Matter included in the Director's Responsibility Statement.
- Changes, if any, in the accounting policies.
- Major accounting estimates and significant adjustments in financial statement.
- Compliance with listing and other legal requirements concerning financial statements.
- Subject to review by the Board of Directors, review on quarterly basis, Related Party Transactions entered into by the Company pursuant to each omnibus or specific approval given.
- Qualification in draft audit report, if any.
- Scrutiny of inter-corporate loans and investments.
- Management's Discussions and Analysis of Company's operations.
- Recommend to the Board, the appointment, re-appointment and, if required the replacement or removal of the statutory auditors, cost auditors and secretarial auditors considering their independence and effectiveness, and recommend their audit fees and also CFO.

The thrive at the Company is to have more the transparency in the unaudited as well as the audited results.

The committee's scope is increased looking into the objective of the Company. The Committee's strength & say is increased all the time.

### ii.) Composition

The Audit Committee comprises of three Directors viz. Mr. Sajjadhussein M. Nathani, Mr. Tribhuwan Nath Tripathi and Mr. Shailesh Shah.



During the year from 01.04.2019 to 31.03.2020 the Committee met five times as under to deliberate on various matters as per terms of reference and attendance of the Members at the Meeting was as under: -

<b>Sr. No.</b>	<b>Date of Meeting</b>
1.	01.04.2019
2.	29.05.2019
3.	13.08.2019
4.	14.11.2019
5.	13.02.2020

## **2. Nomination & Remuneration Committee**

The Nomination & Remuneration Committee comprises of Mr. Sajjadhussein M. Nathani, Mr. Tribhuwan Nath Tripathi and Mr. Shailesh Shah. The Committee met twice on 01.04.2019 and on 13.08.2019 during the year under review i.e. 01.04.2019 to 31.03.2020 to recommend the name of Mr. Murtuza Mewawala for appointment as CFO.

Terms of Reference of the Nomination and Remuneration Committee:

The Committee is empowered to -

- (i) Formulate criteria for determining qualifications, positive attributes and independence of Directors and oversee the succession management process for the Board and senior management employees.
- (ii) Identification and assessing potential individuals with respect to their expertise, skills, attributes, personal and professional standing for appointment and re-appointment as Directors / Independent Directors on the Board and as Key Managerial Personnel.
- (iii) Formulate a policy relating to remuneration for the Directors, Committee and also the Senior Management employees.
- (iv) Support Board in evaluation of performance of all the Directors and in annual self-assessment of the Board's overall performance.
- (v) Conduct Annual performance review of MD and CEO and Senior Management Employees.

### **i.) Remuneration Policy**

The objectives of the remuneration policy are to motivate employees to excel in their performance, recognize their contribution, and retain talent in the organization and reward merits. The Company keeps on reviewing its policy in this regard. It is placed on the website of the Company.

## ii.) Remuneration of Directors

## Details of Remuneration paid to the Directors for the year ended 31.03.2020

( Amount in Rs.)

Name of Director	Category	Sitting fees for Board & Committee meetings	Salaries & Perquisites
Shri Hasanain S. Mewawala	Executive	--	12,00,000
Mr. Sajjadhuseein Nathani	Non- Executive & Independent	---	--
Mr. Tribhuwan Nath Tripathi	Non- Executive & Independent	---	--
Mr. Shailesh D. Shah	Non- Executive & Independent	---	--
Mrs. Sajeda H. Mewawala	Non- Executive	---	--
Mr. Murtuza Mewawala	Non- Executive	--	--

3. Stakeholders' Relationship Committeei.) Terms of Reference

The Committee is responsible for transfer/transmission of shares, satisfactory redressal of investor's complaints and recommends measures for overall improvement in the quality of investor services. The Committee oversees the performance of Adroit Corporate Services Private Limited, the Registrar and Share Transfer Agent of the Company and recommends measures to improve the level of investor related services.

ii.) Composition

The Committee was reframed and comprises of Mr. Sajjadhuseein M. Nathani, Mr. Tribhuwan Nath Tripathi and Mr. Shailesh Shah.

iii) The Committee met 5 (Five) times during the year 01.04.2019 to 31.03.2020, the details of the Committee meetings are as follows:

Date of the Meeting	Committee strength	No of committee members attended
18.04.2019	3	3
10.05.2019	3	3
19.06.2019	3	3
26.11.2019	3	3
13.02.2020	3	3

**5. Independent Directors Meeting**

**i. Terms of Reference:**

Pursuant Section 149(7) read with Schedule IV of the Companies Act, 2013, Company's Independent Directors require to meet at least once in a year to evaluate the performance of the Executive Directors of the Company.

**Composition:**

The Committee comprises of Independent Directors viz. Mr. SajjadHussein Nathani (Chairman), Mr. Tribhuwan Nath Tripathi and Mr. Sahailesh Shah.

**ii. Scope of the Meeting**

The Scope of the Independent Director meeting is as follows. But the scope keeps on changing as per the provisions of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 and amendments thereon.

- (a) review the performance of non-independent directors and the Board as a whole;
- (b) review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- (c) assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

**iii.** The Independent Directors Met one time during the year 01.04.2019 to 31.03.2020. The Details of the Independent Directors Committee Meeting is as follows:

<b>Date of the Meeting</b>	<b>Committee strength</b>	<b>No of committee members attended</b>
02.03.2020	3	3

**iv.** The Independent Directors confirmed that they have registered their name in the databank maintained by Indian Institute of Corporate Affairs (IICA) pursuant to the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019 effective from 1st December, 2019.

**6. Related Party Transactions**

All the transactions entered into with Related Parties as defined under the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 during the financial year were in the ordinary course of business and on an arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013.

There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosures as required by Accounting Standard (AS 18) have been made in the notes to the Financial Statements.

In line with the requirements of the Companies Act, 2013 and amendment to the Listing Regulations, your Company has formulated a revised Policy on Related Party Transactions which is also available on the Company's website at [www.expogas.com](http://www.expogas.com). The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties.

**Plant Location: -**

**Expo Gas Containers Limited**

A/10, MIDC, Murbad,  
Dist. Thane 421 401

**For Investor Correspondence: -**

Expo Gas Containers Limited  
Expo House, 150 Sheriff Devji Street,  
Mumbai - 400 003  
Tel: - 61319600 Fax : 23401635

**Registrar and Share Transfer Agents: -**

Adroit Corporate Services Pvt. Ltd  
19, Jaferbhoy Industrial Estate,  
1st Floor, Makwana Road, Marol Naka, Andheri (E),  
Mumbai - 400 059.  
Tel No:- 42270400 /42270422  
Fax No:- 28503748

## **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

### **The Indian Economy**

An already-slowng Indian economy has been derailed from its growth track after a stringent shutdown was imposed in March to halt the spread of Covid-19. The jury is still out on whether the lockdown dented the progress of the virus, but it has certainly damaged the economy. India's GDP is set to contract anywhere between 5% and 10% this year – for the first time in four decades.

Obviously, some of the damage will be long-lasting. Assuming that India's economy grows at 7% between 2022 and 2024, the permanent loss would be 10%, according to a recent report from credit ratings agency CRISIL. To catch-up would require average GDP growth to surge to 11% over the next three fiscals, something that has never happened before.

While that enormous challenge looms, some experts and economists believe a recovery could be on the cards in the next six to nine months. It just won't be straightforward.

### **Industry Structure and Development:**

With industries, transport, shops, and malls shut, economic activity came to a grinding halt in India from the end of March. Domestic consumption, which makes up around 57% of GDP, was almost wiped out. Pay cuts and layoffs, combined with the lack of shopping, completely eroded demand.

The Indian government's decision to remove most of the restrictions has provided much-needed relief to businesses, large and small. Despite this, the demand scenario is expected to remain weak for most of the current financial year. But it could make a comeback next year.

Looking into the core business of the Company, the emerging picture in Oil, Gas, Petrochemical & Hydrocarbon sector gives some hope.

The India oil and gas market is undergoing a rapid transformation over the recent past. The country offers a strong growth outlook with significant new investment opportunities in the medium to long term future. In particular, domestic and foreign companies planning to expand their operations in the India midstream and downstream oil and gas industry will witness new opportunities.

Oil PSUs such as IOC and ONGC are implementing about Rs 3.57 lakh crore worth of projects across the entire hydrocarbon value chain that will further enhance energy accessibility, create jobs and boost the economy. According to the Ministry of Petroleum and Natural Gas, out of Rs 3.57 lakh crore being spent on 859 projects, over Rs 60,000 crore will be invested during fiscal 2020-21.

"As on 1st July 2020 work on 859 projects worth about Rs 3,57,000 crore involving in refinery, exploration and production, marketing infrastructure, pipelines, city gas distribution network and in the entire value chain of oil and gas is going on in full swing," it said.

While state-owned Indian Oil Corp (IOC) is implementing projects to upgrade oil refineries as well as expand pipeline network to take fuel to every nook and corner, Oil and Natural Gas Corp (ONGC) is

exploring for oil and gas in deserts to deep sea.

According to the Ministry, out of the total anticipated cost of these projects more than Rs 60,000 crore will be spent in FY 2020-21.

Domestic crude oil production for the month of April 2020 was 2487 TMT as against production target of 2643 TMT, showing an achievement of 94.10%. Natural Gas production for the month of April 2020 was 2155 MMSCM as against production target of 2551 MMSCM, showing an achievement of 84.48%.

Vocal for Local' is the war cry for raising domestic capabilities to cut reliance on imports for meeting needs.

**Some of the Positive outlook for Oil & Gas Industry are :**

**Robust Demand:**

- India is the world's third largest energy consumer globally.
- Diesel demand in India

**Rising Investments:**

- The Oil & Gas industry growing robustly and players are undertaking investment to cater to the burgeoning demand.
- The industry is expected to attract investment worth USD 25 billion exploration and production by 2022.

**Supportive FDI Guidelines:**

- The Government has allowed 100 per cent Foreign Director Investment (FDI) in upstream and private sector refining projects
- The FDI limit for public sector refining projects has been raised to 49 per cent without any disinvestment or dilution of domestic equity in the existing PSUs.

**Threat**

The recent border skirmishes in Sino- Indian border and continuing trade war between China and the USA raise concern as any flare up will impact the economy adversely, which is already battered owing to COVID-19.

In just a few months, the corona virus pandemic has destroyed so much fuel demand as billions of people curtail travel that it has done what financial crashes, recessions and wars had failed to ever do.

The pandemic resulted in severe disruptions in industrial production and consumption spending in India during April to June/July, 2020.

The severe negative impact is expected to result in a significant contraction in GDP resulting in a recession.

### **Material Developments in Human Resources/ Industrial Relations:**

The management has focused on improving its quality systems by bringing in specialized human resources and strengthening its quality department. In order to sustain the rate of growth it has achieved in the last 2 years specific emphasis has also been levied on the marketing set up for the Indian market as well as opportunities in the export markets. In a growing economy, there is always demand for more skilled and able workforce. The ability to recruit and retain talent is a challenge for managements of all growing companies. Your management is aware of the same and taking necessary steps to not only recruit new manpower, but train and retain the existing one. The Company also recruits trainee engineers and prepares them for more responsibilities in the times to come.

Industrial relations were cordial in all division throughout the year under review.

### **Quality/ Safety Certifications :**

Your Company has obtained the prestigious OSHAS (18001) certification. Your Company is also ISO 9001& 14001 certified by URS.

### **Internal Control System**

The Company maintains adequate internal control systems, which provide among other things, reasonable assurance of recording the transactions of its operations in all material respects and of providing protection against significant misuse or loss of company assets. Moreover, the Management team regularly meets to monitor expectations and budgeted results and scrutinizes reasons for deviations in order to take necessary corrective steps. The Audit Committee, which meets at regular interval, also reviews the internal control systems with the Management and the Internal Auditors. There are clear demarcation of roles and responsibilities at various levels of operations. The Company's internal control system is further strengthened by continuous periodical internal audit system and Review at the Board level. The specific appointment of internal auditor would further strengthen the existing system. The internal audit is conducted at regular intervals at various locations of the Company and covers all the key areas. All audit observations and follow up actions are discussed with the Management as also the Statutory Auditors and the Audit Committee reviews them regularly.

### **Safety, Health and Environment**

Safety, Health and Environment is a core value for your Company. Simply stated your Company's goals are: no accidents, no harm to people and no damage to environment. The Company's success owes to the health, safety & security of everyone who works for them. The health and medical services are accessible to all employees through well equipped occupational health centers at all manufacturing facilities. Safety and security of personnel, assets and environmental protection are also on top of the agenda of the Company at its manufacturing facilities.

Clean environment and sustainable development integrated with the business objective is the focus of operations of the Company. The projects and activities are planned and designed with environment protection as an integral part to ensure a safe and clean environment for sustainable development.

### **Cautionary Statement:**

The statements in this Managements Discussions & Analysis describing the Company's objectives, projections, estimates, expectations and predictions which may be "forward looking statements" within the meaning of the applicable securities laws and regulations. The annual results can differ materially from those expressed or implied, depending on the economic conditions, Government Policies and other incidental factors and developments.

## INDEPENDENT AUDITORS' REPORT

To  
The Members,  
**Expo Gas Containers Limited**

### Opinion

We have audited the accompanying Ind AS financial statements of **EXPO GAS CONTAINERS LTD (“the Company”)** which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act. Our responsibilities under those Standards are further described in the auditor’s responsibilities for the audit of the Ind AS 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 Act 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.

### Other Information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent



with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

### **Management’s Responsibility for the Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

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

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

### **Auditor’s responsibilities for the audit of the Ind AS financial statements**

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

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

Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not

detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 including other comprehensive income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- d. in our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standard) Rules, 2015, as amended.
- e. On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. with respect to the 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 2**" to this report.
- g. In our opinion, the managerial remuneration for the year ended 31st March, 2020 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act.
- h. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations, if any, on its financial position in its 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 **J. H. GANDHI & CO.,**  
Chartered Accountants  
FR No. 116513W

Sd/-

**(J. H. GANDHI)**  
Proprietor  
M.No. 044844

Place : Mumbai  
Dated : 27.07.2020  
UDIN: 20044844AAAACI8506

## “Annexure 1” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2020.

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
  - (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
  - (c) The title deeds of immovable properties are held in the name of the company.
- 2) The management has conducted the physical verification of inventory at reasonable intervals. The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
- 3) The Company has not granted any loans, secured or unsecured loans to Companies, firms and other parties covered under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3 (iii) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues such as Income-Tax, Sales tax, etc with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2020 for a period of more than six months from the date on when they become payable.
  - b) According to the information and explanation given to us, there are dues of income tax, sales tax, etc outstanding on account of any dispute. The details are as follows:–

**Expo Gas Containers Limited**

Particulars	Forum where the dispute is pending	Financial Year to which the amount relates	Total (Rs in lacs)
Income Tax	Assistant Commissioner of Income Tax	2010-11	34.40
	Commissioner of Income Tax (Appeals)	2011-12, 2012-13	235.17

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion and according to the information given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, during the year the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3(xiv) of the Order is not applicable to the Company.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For **J. H. GANDHI & CO.**,  
Chartered Accountants  
FR No. 116513W

Sd/-  
**(J. H. GANDHI)**  
Proprietor  
M.No. 044844

Place : Mumbai  
Dated : 27.07.2020

## **“Annexure 2” to the Auditors’ Report**

**Referred to in paragraph 2(f) under the heading 'Report on other legal and regulatory requirements' of our report of even date to the financial statements of the Company for the year ended March 31, 2020.**

### **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 Expo Gas Containers Ltd (“the Company”) as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (‘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.

#### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **J. H. GANDHI & CO.,**  
Chartered Accountants  
FR No. 116513W

Place : Mumbai  
Dated : 27.07.2020

Sd/-  
**(J. H. GANDHI)**  
Proprietor  
M.No. 044844

**Expo Gas Containers Limited**

CIN: L40200MH1982PLC027837  
**BALANCE SHEET AS AT 31ST MARCH, 2020**

PARTICULARS	Notes	As at 31.03.2020	As at 31.03.2019
<b><u>ASSETS</u></b>			
<b>(1) Non-Current Assets</b>			
Property, Plant and equipment	2.1	49,791,523	53,476,987
Financial assets			
- Investments	2.2	25,000	25,000
Deferred Tax Assets	2.3	18,963,388	39,741,545
<b>Total Non-Current Assets</b>		<b>68,779,911</b>	<b>93,243,532</b>
<b>(2) Current Assets</b>			
Inventories	2.4	334,190,512	310,942,083
Financial assets			
-Trade Receivables	2.5	187,153,557	201,153,655
-Cash and cash equivalents	2.6.i	576,497	193,912
-Other bank balance	2.6 ii & iii	9,914,489	13,463,455
-Loans	2.7	55,573,925	44,332,117
<b>Total Current Assets</b>		<b>587,408,980</b>	<b>570,085,222</b>
<b>TOTAL ASSETS</b>		<b>656,188,891</b>	<b>663,328,754</b>
<b><u>EQUITY AND LIABILITIES</u></b>			
<b>(1) Equity</b>			
<b>(a) Equity Share Capital</b>	2.8	76,145,600	76,145,600
<b>(b) Other Equity</b>	2.9	165,837,056	162,271,262
<b>Total Equity</b>		<b>241,982,656</b>	<b>238,416,862</b>
<b>(2) Non-Current Liabilities</b>			
Financial Liabilities			
- Borrowings	2.10	139,034,935	139,673,184
<b>Total Non-Current Liabilities</b>		<b>139,034,935</b>	<b>139,673,184</b>
<b>(3) Current Liabilities</b>			
-Short-term borrowings	2.11	240,967,762	183,683,409
-Trade Payables	2.12	15,881,193	65,186,845
-Provisions	2.13	18,322,345	36,368,454
<b>Total Current Liabilities</b>		<b>275,171,300</b>	<b>285,238,708</b>
<b>Total Liabilities</b>		<b>414,206,235</b>	<b>424,911,892</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>656,188,891</b>	<b>663,328,754</b>
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS	1 & 2		

As per our report attached

**J. H. GANDHI & CO.**  
(Chartered Accountants)  
F.R. No. 116513W

Sd/-  
**(J. H. GANDHI)**  
(Proprietor)  
M.No. 044844

Sd/-  
**NIDHI DESAI**  
(Company Secretary)  
M.No. 31811

Sd/-  
**MURTUZA S. MEWAWALA**  
(Chairman)  
DIN: 00125534

Sd/-  
**HASANAIN S. MEWAWALA**  
(Managing Director)  
DIN: 00125472

Sd/-  
**S. M. NATHANI**  
(Director)  
DIN: 00195888

Place : Mumbai  
Date : 27.07.2020

Place : Mumbai  
Date : 27.07.2020

Place : Mumbai  
Date : 27.07.2020

Place : Mumbai  
Date : 27.07.2020

Place : Mumbai  
Date : 27.07.2020



**Expo Gas Containers Limited**

CIN: L40200MH1982PLC027837

**PROFIT & LOSS A/C FOR THE YEAR ENDED 31st MARCH 2020**

Particulars	Note No.	For The Year Ended 31st Mar. 2020	For The Year Ended 31st Mar. 2019
I Sales	2.14	491,246,703	600,595,156
II Other Income	2.15	14,427,602	360,609
<b>III Total Revenue ( I + II )</b>		<b>505,674,305</b>	<b>600,955,765</b>
IV <u>Expenses</u>			
(a) Raw Material Consumed	2.16	249,303,882	272,775,343
(b) Increase/(Decrease) in WIP	2.17	(17,091,287)	(7,409,336)
(c) Employees Costs	2.18	80,707,765	105,065,840
(d) Financial Expenses	2.19	44,208,238	39,938,068
(e) Depreciation	2.1	6,100,624	6,354,074
(f) Other Expenses	2.20	135,704,860	171,711,130
<b>IV Total Expenses</b>		<b>498,934,082</b>	<b>588,435,119</b>
<b>V Profit before exceptional and extraordinary items and tax ( III - IV )</b>		<b>6,740,223</b>	<b>12,520,646</b>
VI Exceptional Items		-	-
<b>VII Profit before extraordinary items and tax ( V - VI )</b>		<b>6,740,223</b>	<b>12,520,646</b>
VIII Extraordinary Items		-	-
<b>IX Profit before tax ( VII - VIII )</b>		<b>6,740,223</b>	<b>12,520,646</b>
X <u>Tax Expense :</u>			
Current Tax		2,643,231	4,294,225
Earlier Year Tax		766,303	100,052
Deferred Tax		(235,105)	(1,895,609)
<b>XI Profit / (Loss) for the period</b>		<b>3,565,794</b>	<b>10,021,978</b>
XII Other Comprehensive Income		-	-
<b>XIII Total Comprehensive Income for the Year</b>		<b>3,565,794</b>	<b>10,021,978</b>
XIV Earnings per Equity Share			
(1) Basic		0.19	0.53
(2) Diluted		0.19	0.53
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	1 & 2		

As per our report attached

**J. H. GANDHI & CO.**

(Chartered Accountants)

F.R. No. 116513W

Sd/-  
**(J. H. Gandhi)**  
(Proprietor)  
M.No. 044844

Sd/-  
**Nidhi Desai**  
(Company Secretary)  
M.No. 31811

Sd/-  
**Murtuza S. Mewawala**  
(Chairman)  
DIN: 00125534

Sd/-  
**Hasanain S. Mewawala**  
(Managing Director)  
DIN: 00125472

Sd/-  
**S. M. NATHANI**  
(Director)  
DIN: 00195888

Place : Mumbai  
Date : 27.07.2020

Place: Mumbai  
Date: 27.07.2020

Place: Mumbai  
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Place: Mumbai  
Date: 27.07.2020

Place : Mumbai  
Date: 27.07.2020

**NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2020****2.1 : FIXED ASSETS**

Sr. No.	Particulars	(GROSS BLOCK)				(DEPRECIATION)				(NET BLOCK)	
		As on 01.04.2019	Addition	Sale	31.03.2020	Uptil 31.03.2019	For the Year	Adjustment	Uptil 31.03.2020	As on 31.03.2019	As on 31.03.2020
1	Land	1,763,100			<b>1,763,100</b>	-			-	1,763,100	<b>1,763,100</b>
2	Factory Shed	96,939,234			<b>96,939,234</b>	69,162,196	2,762,698		<b>71,924,894</b>	27,777,038	<b>25,014,340</b>
3	Furniture & Fixtures	2,026,059			<b>2,026,059</b>	1,884,332	67,703		<b>1,952,035</b>	141,727	<b>74,024</b>
4	Vehicles	3,415,614			<b>3,415,614</b>	1,442,762	209,503		<b>1,652,265</b>	1,972,852	<b>1,763,349</b>
5	Spares Tools & Dies	5,708,398			<b>5,708,398</b>	5,418,032	24,189		<b>5,442,221</b>	290,366	<b>266,177</b>
6	Plant & Machinery (Core)	44,592,755	2,415,160		<b>47,007,915</b>	32,709,834	1,529,820		<b>34,239,654</b>	11,882,921	<b>12,768,261</b>
7	Plant & Machinery (Non-Core)	42,758,234			<b>42,758,234</b>	34,282,077	1,391,519		<b>35,673,596</b>	8,476,157	<b>7,084,638</b>
8	Electrical Installation	3,388,878			<b>3,388,878</b>	3,337,218	17,932		<b>3,355,150</b>	51,660	<b>33,728</b>
9	Office Equipment	2,643,196			<b>2,643,196</b>	1,682,051	62,961		<b>1,745,012</b>	961,145	<b>898,184</b>
10	Computers	4,388,237			<b>4,388,237</b>	4,228,214	34,299		<b>4,262,513</b>	160,023	<b>125,724</b>
	<b>TOTAL (2019-20)</b>	<b>207,623,703</b>	<b>2,415,160</b>	-	<b>210,038,863</b>	<b>154,146,716</b>	<b>6,100,624</b>	-	<b>160,247,340</b>	<b>53,476,987</b>	<b>49,791,523</b>
	PREVIOUS YEAR (2018-19)	207,623,703	-	-	207,623,703	147,792,641	6,354,074	-	154,146,715	59,831,062	53,476,987

In accordance with the requirements of Schedule II to the Companies Act, 2013, the Company reassessed the remaining useful life of tangible fixed assets w.e.f 1st April, 2014. Accordingly, the carrying values as on that date are depreciated over their assessed remaining useful lives. Further the carrying amount of assets where remaining useful lives have been reassessed to be nil as at 1st April, 2014 has been recognised in the opening balance of retained earnings as on 1st April, 2014

**2.2 NON-CURRENT INVESTMENTS**

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
Shares with The Sarawat Co-operative Bank Ltd	25,000	25,000
<b>TOTAL</b>	<b>25,000</b>	<b>25,000</b>

**2.3 DEFERRED TAX**

Income Tax is provided on the taxable income determined as per Income Tax Laws. Deferred Tax Assets / Liabilities is recorded for timing difference as per Accounting Standard 22 issued by the Institute of Chartered Accounts of India and accordingly the Company has recognized a Deferred Tax Assets, the detailed break up of which is as follows :

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
<u>Deferred Tax Assets</u>		
i Unabsorbed Losses & b/f depreciation	47,269,512	47,419,493
ii Provision for deferred Sales tax	-	48,208
	<u>47,269,512</u>	<u>47,467,701</u>
<u>Deferred Tax Liabilities</u>		
On account of timing difference in Depreciation	7,292,862	7,726,156
	<u>7,292,862</u>	<u>7,726,156</u>
	<b>39,976,650</b>	<b>39,741,545</b>
Adjustment	<b>(21,013,262)</b>	
<b>TOTAL</b>	<b>18,963,388</b>	<b>39,741,545</b>

**2.4 INVENTORIES**

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
<b>(As Certified by Management)</b>		
Stores And Spares	14,681,362	13,300,147
Raw Materials	54,912,386	50,136,459
Work in process	264,596,764	247,505,477
<b>TOTAL</b>	<b>334,190,512</b>	<b>310,942,083</b>

**2.5 TRADE RECEIVABLES**

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
(Unsecured and considered good but subject to confirmation)		
Debts Over six months	89,146,793	93,140,239
Other Debts	98,006,764	108,013,416
<b>TOTAL</b>	<b>187,153,557</b>	<b>201,153,655</b>

**2.6. CASH AND CASH EQUIVALENTS**

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
i Cash in hand	576,497	193,912
ii With Scheduled Banks on Current Account	300,786	981,992
iii Fixed Deposit with Banks	9,613,703	12,481,463
<b>TOTAL</b>	<b>10,490,986</b>	<b>13,657,367</b>

**2.7 SHORT TERM LOANS & ADVANCES**

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
Income Tax & TDS	32,906,296	34,018,458
Deposits	6,295,771	6,230,921
Others	16,371,858	4,082,738
	<b>55,573,925</b>	<b>44,332,117</b>

## Expo Gas Containers Limited

### 2.8 SHARE CAPITAL

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
<b><u>Authorised</u></b>		
40,000,000 Equity Shares of Rs. 4/- each	160,000,000	160,000,000
<b><u>Issued, Subscribed &amp; Paid up</u></b>		
1,90,36,400 Equity Shares of Rs. 4/- each	76,145,600	76,145,600
<b>TOTAL</b>	<b>76,145,600</b>	<b>76,145,600</b>

#### 2.8.1 Reconciliation of the number of shares outstanding :

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
Equity Shares at the beginning of the year	19,036,400	19,036,400
Add :		
Fresh Issue on conversion of warrants	-	-
Less :		
Shares Cancelled as per SEBI order	-	-
Equity Shares at the end of the year	<b>19,036,400</b>	<b>19,036,400</b>

#### 2.8.2 Details of Shareholders holding more than 5% shares :

<u>Name of the Shareholder</u>	<u>As at</u> <u>31st March, 2020</u>		<u>As at</u> <u>31st March, 2019</u>	
	No of Shares	% Held	No of Shares	% Held
Mr. Hasnain S. Mewawala	21,12,334	11.09%	21,12,334	11.10%
M/s. Jawad Trading Co. Pvt Ltd	45,05,000	23.66%	45,05,000	23.67%
Mr. Murtuza S. Mewawala	24,32,621	12.77%	24,32,621	12.78%
Mrs. Shahida S. Mewawala	23,06,970	12.11%	23,06,970	12.12%
Late Mr. Shaukatali S. Mewawala				

- 2.8.3** 45,00,000 Convertible Warrants allotted at the option of the holder to be converted into one equity share of Rs. 10/- each
- 77,86,400 Face Value of Equity Shares has been reduced from Rs. 10/- each to Rs. 4/- each
- 1,12,50,000 45,00,000 Convertible Warrants has been converted into 1,12,50,000 equity shares of Rs. 4/- each
- 67,50,000 Excess equity shares @ Rs. 4/- each allotted upon conversion of 45,00,000 warrants stands cancelled as per SAT order dated 2.12.2013 in Appeal No. 115/2012.
- 45,00,000 Accordingly 45,00,000 warrants has been treated as converted into 45,00,000 equity shares of face value of Rs. 4/- each at a premium of Rs. 6/-
- 67,50,000 Fresh warrants has been allotted @ Rs. 6.5 each and the same has been converted into 67,50,000 equity shares of Rs. 4/- each at a premium of Rs. 2.5 each
- 67,50,000 Equity Shares listed in BSE.
- 2,00,00,000 Authorised Share Capital has been increased from 2,00,00,000 to 4,00,00,000 equity shares of Rs. 4/- each

**2.9 RESERVES AND SURPLUS**

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
<b>2.9.1 Capital Reserve</b>		
Opening Balance	4,236,400	4,236,400
Add : Additions during the year		-
Less : Utilised / Transferred during the year		-
Closing Balance	<u>4,236,400</u>	<u>4,236,400</u>
<b>2.9.2 Securities Premium</b>		
Opening Balance	54,172,205	54,172,205
Add : Additions during the year		-
Less : Utilised / Transferred during the year		-
Closing Balance	<u>54,172,205</u>	<u>54,172,205</u>
<b>2.9.3 Profit and Loss Account</b>		
Opening Balance	103,862,657	93,840,680
Add : Transferred during the year	<u>3,565,794</u>	<u>10,021,977</u>
Closing Balance	<u>107,428,451</u>	<u>103,862,657</u>
<b>TOTAL</b>	<u><u>165,837,056</u></u>	<u><u>162,271,262</u></u>

**2.10 LONG-TERM BORROWINGS**

<b><u>Particulars</u></b>	<b><u>As at</u></b> <b><u>31st March, 2020</u></b>	<b><u>As at</u></b> <b><u>31st March, 2019</u></b>
<b>a) <u>Secured</u></b>		
i The Saraswat Co-operative Bank Ltd - O/D	88,493,174	88,538,997
ii The Saraswat Co-operative Bank Ltd - O/D II <i>(O/D against Immovable Property)</i>	49,251,414	49,297,376
iii Saraswat Car Loan - I	732,715	1,043,440
iv Saraswat Car Loan - II	557,632	793,370
	<hr/>	<hr/>
	139,034,935	139,673,184
	<hr/>	<hr/>
<b>TOTAL</b>	<b>139,034,935</b>	<b>139,673,184</b>

**2.10.1 Security**

- a) OD against property are secured by legal mortgage charge on property situated at Expo House, 150 Sheriff Devji Street, Mumbai - 400003

**2.10.2 Terms of Repayment**

<b><u>Particulars</u></b>	<b><u>Terms of</u></b> <b><u>Repayment</u></b>	<b><u>Terms of</u></b> <b><u>Repayment</u></b>
<b>i</b> The Saraswat Co-operative Bank Ltd - <i>(O/D against Immovable Property)</i>	on demand	on demand
<b>ii</b> Saraswat Car Loan - I	EMI	EMI
<b>iii</b> Saraswat Car Loan - II	EMI	EMI

**2.11 SHORT TERM BORROWINGS**

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
<b>a) <u>Secured</u></b>		
i <u>From Banks</u>		
- The Saraswat Co-operative Bank Ltd	128,638,101	124,780,460
- Deutsche Bank AG	58,030,280	
	<b>186,668,381</b>	<b>124,780,460</b>
<b>b) <u>Unsecured</u></b>		
i From Group Concern	51,557,721	58,472,553
iii From Others	2,741,660	430,397
	<b>54,299,381</b>	<b>58,902,950</b>
<b>TOTAL</b>	<b>240,967,762</b>	<b>183,683,409</b>

**2.11.1 Security**

- a) Cash Credit from the Saraswat Co-operative Bank Ltd are secured against Hypothecation of stock and debtors.  
b) Cash Credit from Deutsche Bank AG are secured against immovable property situated at Colaba, Mumbai - 400 005

**2.12 TRADE PAYABLES**

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
For Expenses	4,594,213	45,530,165
For Goods	11,286,980	19,656,680
<b>TOTAL</b>	<b>15,881,193</b>	<b>65,186,845</b>

**2.13 SHORT TERM PROVISIONS**

<u>Particulars</u>	<u>As at</u> <u>31st March, 2020</u>	<u>As at</u> <u>31st March, 2019</u>
Provision for Income Tax	9,261,904	27,839,914
Other Provisions	9,060,442	8,528,540
<b>TOTAL</b>	<b>18,322,345</b>	<b>36,368,454</b>



**2.14 SALES**

<u>Particulars</u>	<u>Year ended</u> <u>31st March, 2020</u>	<u>Year ended</u> <u>31st March, 2019</u>
Contracts	301,990,050	359,141,762
Pressure Vessels	188,956,441	241,194,598
Export	-	65,205
Scrap	300,212	193,590
	<u>491,246,703</u>	<u>600,595,156</u>

**2.15 OTHER INCOME**

<u>Particulars</u>	<u>Year ended</u> <u>31st March, 2020</u>	<u>Year ended</u> <u>31st March, 2019</u>
Interest from Bank	878,531	129,776
Other Income	13,491,378	15,000
Interest from other than Bank	47,960	30,696
Dividend Income	4,375	4,375
Interest from Income-tax	5,358	180,762
	<u>14,427,602</u>	<u>360,609</u>

**2.16 RAW MATERIAL CONSUMED**

<u>Particulars</u>	<u>Year ended</u> <u>31st March, 2020</u>	<u>Year ended</u> <u>31st March, 2019</u>
Opening Stock	50,136,459	48,149,517
Add : Purchases	254,079,809	274,762,285
Less : Closing Stock	54,912,386	50,136,459
<b>TOTAL</b>	<u>249,303,882</u>	<u>272,775,343</u>

**2.17 INCREASE/(DECREASE) IN WORK IN PROGRESS**

<u>Particulars</u>	<u>Year ended</u> <u>31st March, 2020</u>	<u>Year ended</u> <u>31st March, 2019</u>
Opening Stocks	247,505,477	240,096,141
Less : Closing Stocks	264,596,764	247,505,477
Increase/Decrease in Stock	<u>(17,091,287)</u>	<u>(7,409,336)</u>

**2.18 EMPLOYEE COST**

<u>Particulars</u>	<u>Year ended</u> <u>31st March, 2020</u>	<u>Year ended</u> <u>31st March, 2019</u>
Employers Contribution to P.F. etc	4,302,466	7,039,649
Payment to Employee	75,627,680	96,136,420
Welfare Expenses	777,619	1,889,771
	<b>80,707,765.1</b>	<b>105,065,840</b>

**2.19 FINANCIAL EXPENSES**

<u>Particulars</u>	<u>Year ended</u> <u>31st March, 2020</u>	<u>Year ended</u> <u>31st March, 2019</u>
Brokerage & Commission	729,000	381,504
Bank Charges & Commission	2,473,450	4,470,243
Interest Paid To Bank	34,461,186	18,471,180
Interest Paid on Bank Loan	111,713	12,982,054
Interest Paid to Others	5,376,382	2,814,457
Processing Fees	1,056,507	818,631
	<b>44,208,238</b>	<b>39,938,068</b>

**2.20 OTHER EXPENSES**

<u>Particulars</u>	<u>Year ended</u> <u>31st March, 2020</u>	<u>Year ended</u> <u>31st March, 2019</u>
Carriage Inward	2,987,495	3,403,933
Carriage Outward	370,737	355,252
Components, Consumables, Stores & Spares	919,416	4,085,027
Duties & Taxes	13,696,632	8,443,763
Electricity Power & Fuel	4,117,376	2,864,955
Hire Charges	4,144,876	12,585,895
Inspection Fees	157,400	143,073
Labour Job Expenses	84,600,711	110,549,005
Testing Fees	2,318,820	4,329,718
Advertisements & Publicity	23,710	-
Audit Fees	350,000	200,000
Membership & Subscription	690,076	423,022
Others	12,201,064	12,253,521
Postage, Telephone, Telex	608,675	841,929
Printing & Stationery	416,832	455,738
Professional Fees	3,251,255	1,784,513
Rent, Rates & Taxes	1,722,144	2,546,957
Repairs & Maintenance	461,622	601,914
Travelling & Conveyance	810,920	1,114,062
Vehicle Expenses	1,855,099	4,728,854
	<b>135,704,860</b>	<b>171,711,130</b>

## Expo Gas Containers Limited

	<u>2019-20</u> (Rs.)	<u>2018-19</u> (Rs.)
2.21 a) Estimated amount of Contract remaining to be executed on Capital Account and not provided for	Nil	Nil
b) O/s. Bank Guarantee	<b>40,256,914</b>	20,996,193
2.22 Contingent Liabilities not provided for:		
	<u>2019-20</u> (Rs.)	<u>2018-19</u> (Rs.)
1) Claims against the Company not acknowledge as	Nil	Nil
2) Bank Guarantee	<b>99,743,086</b>	119,003,807
2.23 Sales considered in Profit and Loss Account is gross of taxes and duties.		
2.24.1 Expenditure in Foreign Currency on account of		
	<u>2019-20</u> (Rs.)	<u>2018-19</u> (Rs.)
Travelling	<b>29,585</b>	Nil
2.24.2 Earning in Foreign Exchange by way of Exports of Goods	Nil	65,205
2.25 During the year 2013-14, 45,00,000 warrants has been treated as converted into 45,00,000 equity shares of face value of Rs. 4/- each at a premium of Rs. 6/- each as per SAT order dated 2.12.2013 in Appeal No. 115/2012. Accordingly 67,50,000 equity shares allotted earlier stands cancelled and only 45,00,000 equity shares were listed in BSE. Further the Company has allotted 67,50,000 new equity shares of Rs. 4/- each at a premium of Rs. 2.5 each to promoter group. Since this allotment of shares to promoters is more than 5%, it triggers an open offer to existing shareholders. During the year all the procedures of open offer has fulfilled and 67,50,000 shares are listed and permitted to trade on the Exchange with effect from 20th December, 2017.		
2.26 The Company does not have information regarding of its supplier who is Small Scale Industrial Undertakings and hence, the required information has not been furnished. However, the Company has not received any claim from any party for payment of any interest.		
2.27 Sundry Debtors & Creditors are subject to confirmation.		
2.28 No provision has been made in respect of liability for gratuity & earned leave due to employees as required by Accounting Standard - 15 of the ICAI. In the absence of actuarial valuation, it is not possible to quantify the amount by which the Profit of the Company will be affected.		
2.29 The Company is principally engaged in Metal fabrication and is managed as one entity governed by the same set of risks and return, hence there are no separate reportable segment as per Accounting Standard - 17 on Segmental Reporting issued by the Institute of Chartered Accountant of India.		

## Expo Gas Containers Limited

2.30 Related Party Disclosures: -

A Names of Related Parties and description of relationship: -

I Associate companies

Expo India Agencies  
Expo Project Engineering Services Pvt Ltd  
Arabesque Investments Private Ltd  
Bianca Investments Private Ltd  
K. S. Shivji & Company

II Key management personnel and relatives

Mr. Murtuza S. Mewawala  
Mr. Hasanain S. Mewawala  
Mrs. Shahida S. Mewawala  
Mrs. Sajeda H. Mewawala

B Nature of transaction with Associates and Key Management Personnel

	Nature of transactions	Associate Companies	Key Managerial Personnel	Total
i	Managerial Remuneration	-	12.00 (12.00)	12.00 (12.00)
ii	Short Term Borrowings	355.83 (457.92)	159.63 (126.80)	515.46 (584.72)
iii	Loans, Advances and deposits	(129.36) (59.36)	-	(129.36) (59.36)
iv	Creditors for Expenses	391.68 (346.68)	-	391.68 (346.68)

2.30 (B) Disclosures in Respect of Related Party Transactions

	Particulars	Relationship	2019-20	2018-19
i	<u>Managerial Remuneration</u> Mr. Hasanain S. Mewawala	Key Managerial Person'	12.00	12.00
ii	<u>Short Term Borrowings</u> Expo India Agencies Expo Project Engg. Services Pvt Ltd Hasnain Mewawala K. S. Shivji & Co. Murtuza Mewawala Sajeda H.Mewawala Shahida S.Mewawala	Associate Concern Associate Concern Key Managerial Person' Associate Concern Key Managerial Person' Key Managerial Person' Key Managerial Person'	254.32 99.37 46.16 2.14 77.70 (0.11) 35.88	417.73 38.04 51.45 2.14 39.58 (0.11) 35.88
iii	<u>Loans, Advances &amp; Deposit</u> K. S. Shivji & Co. Expo India Agencies Expo Project Engg. Services Pvt Ltd	Associate Concern Associate Concern Associate Concern	40.64 (100.00) (70.00)	40.64 (100.00) -
iv	<u>Creditors for Expenses</u> Expo India Agencies Expo Project Engg. Services Pvt Ltd	Associate Concern Associate Concern	250.00 141.68	250.00 96.68

## Expo Gas Containers Limited

- 2.31 Earning per Share  
The basic and diluted EPS is calculated as under: -

	<b>2019-20</b>	2018-19
Profit / (Loss) attributed to Equity Shareholders (Rupees)	<b>3,656,794</b>	10,021,978
No. of Equity Shares of Rs. 4/- each	<b>19,036,400</b>	19,036,400
Earning per Share (Rs.)	<b>0.19</b>	0.53

- 2.32 Auditors Remuneration:

	<u><b>2019-20</b></u> (Rs.)	<u><b>2018-19</b></u> (Rs.)
Auditors Fees	<b>3,50,000</b>	2,00,000

- 2.33 Managerial Remuneration paid/payable to Directors:

<u>Managing/Whole-Time/Marketing Directors</u>		
- Salaries	<b>12,00,000</b>	12,00,000

- 2.34 Figures of the previous year have been regrouped and rearranged wherever necessary.

As per our report attached.

**For J. H. GANDHI & CO.,**  
Chartered Accountants  
F.R.No. 116513W

Sd/-  
**J. H. GANDHI**  
Proprietor  
M. No.044844

Sd/-  
**NIDHI DESAI**  
Company Secretary  
M.No.31811

Place: - Mumbai  
Dated: - 27.07.2020

Sd/-  
**MURTUZA S. MEWAWALA**  
(Chairman)  
DIN: 00125534

Sd/-  
**HASANAIN S. MEWAWALA**  
(Managing Director)  
DIN: 00125472

Sd/-  
**S. M. NATHANI**  
(Director)  
DIN: 00195888

## **SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS:**

### **1) BACKGROUND**

The Company is a public limited company, incorporated in 1982 under the Companies Act, 1956, having its registered office in Mumbai and is listed on Bombay Stock Exchange. The Company is engaged in manufacturing of Pressure Vessels, Columns & Towers, etc and is also involved in site engineering projects.

### **2) SIGNIFICANT ACCOUNTING POLICIES**

#### **1.1 Basis of preparation of financial statements: -**

The financial statements are prepared under the historical cost convention on accrual basis of accounting and 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 thereof.

For all periods up to and including the year ended 31 March 2017, the Company has prepared its Financial Statements in accordance with Accounting Standards notified under the Section 133 of the Companies Act, 2013, read together with Rule 7 of the Companies (Accounts) Rules, 2014('Previous GAAP'). Detailed explanation of how the transition from Previous GAAP to Ind-AS has affected the Company's Balance Sheet, financial performance and cash flows is given in notes.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of the accounting

#### **1.2 Use of estimates:**

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets, liabilities, income and expenses and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expense during the year. Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognised in the period in which the results are known / materialise. Estimates and underlying assumptions are reviewed on an ongoing basis.

#### **1.3 Revenue Recognitions:**

A) Revenue from sale of goods in the ordinary course of business is recognised when the property in the

goods or all significant risk and reward of their ownership are transferred to the customer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of the goods and regarding its collection. The amount recognised as revenue are inclusive of excise duties and sales tax.

- B) Sales include billing of Project work on the basis of stipulations specified in each contract. Thus the company does not follow AS-7 as laid down by Institute of Chartered Accountant of India.
- C) Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

**1.3 Retirement Benefits:-**

- A) Retirement benefit in the form of provident fund are accounted on accrual basis.
- B) The Company has accounted gratuity & leave encashment liability on cash basis.

**1.4 Depreciation:-**

- A) Depreciation on Fixed assets has been provided on Straight Line Method (SLM) based on the useful life and in the manner specified in the Schedule II of the Companies Act, 2013. Depreciation on addition/deletion during the year is provided for on pro rata basis. The estimated useful life of fixed assets is as follows:

Asset Class	Years
Factory Shed	25
Furniture & Fixtures	10
Vehicles	10
Spares, Tools & Dies	25
Plant & Machinery	25
Electrical Installation	25
Office Equipment	25
Computers	3

**1.5 Fixed Assets:-**

All Fixed assets are stated at cost of acquisition less accumulated depreciation. Costs include all expenses incurred to bring the asset to its present location and condition. On transition to Ind AS, the Company has elected to continue with value of all of its fixed asset as at 1<sup>st</sup> April, 2017.

**1.6 Inventories:-**

Stores and components	-	At cost
Raw material	-	At cost
Work in Progress	-	At Estimated cost.
Scrap	-	At realizable value.

**1.7 Deferred Sales Tax:-**

The Company values its obligation for deferred sales tax on net present value basis.

**1.8 Income Tax:-**

- a) The Current year tax has been determined on the basis of Minimum Alternate Tax (MAT) liability under section 115 JB of the Income Tax Act, 1961 & as per normal provisions of Income Tax Act whichever is higher.
- b) Deferred Tax reflects the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier period. Deferred Tax Assets are recognised only to the extent that there is certainty that sufficient future income will be available to realise the same.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

**1.9 Impairment of Assets**

In accordance with AS 28 on 'Impairment of Assets', where there is an indication of impairment of the Company's assets related to cash generating units, the carrying amounts of such assets related to cash generating units, the carrying amounts of such assets are reviewed at each Balance Sheet date to determine whether there is any impairment. The recoverable amount of such assets is estimated as the higher of its net selling price and its value in use. An impairment loss is realizable whenever the carrying amount of such assets exceeds its recoverable amount. Impairment loss is recognized in Profit & Loss account, if at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, then such loss is reversed and the asset is restated to the extent of the carrying value of the asset that would have been determined (net of amortization/depreciation) had no impairment loss been recognized.



## 2 **Earnings per share**

In determining the earning per share, the company considers the net profit after tax and post tax effect of any extra ordinary/exceptional item is shown separately. The number of shares considered in computing basic earning per share is the weighted average number of shares outstanding during the year.

### 2.1 **Provisions and Contingent Liabilities**

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. 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. When there is possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote no provision or disclosure is made. A contingent asset is neither recognised nor disclosed in the financial statements.

### 2.2 **Investments**

Long-term investments and current maturities of long-term investments are stated at cost, less provision for other than temporary diminution in value.

### 2.3 **Lease**

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the statement of profit and loss on a straight-line basis.

### 2.4 **Intangible Assets**

The company does not have any intangible asset.

## 2.5 Foreign Exchange Transactionns

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction.

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As per our report attached

For J. H. Gandhi & Co.  
Chartered Accountants  
F.R. No. 116513W

Sd/-  
J. H. Gandhi  
(Proprietor)  
M.No. 044844

Place: Mumbai

Date: 27.07.2020

Sd/-  
Murtuza S. Mewawala  
(Chairman)  
DIN: 00125534

Sd/-  
Hasanain S. Mewawala  
(Managing Director)  
DIN: 00125472

Sd/-  
S. M. Nathani  
(Director)  
DIN: 00195888

Sd/-  
Nidhi Desai  
(Company Secretary)  
M.No. 31811

## CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2020

			31.03.2020 Rupees	31.03.2019 Rupees
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>			
	Net Profit / (Loss) before Tax and extra-ordinary items		6,740,223	12,520,646
	Depreciation		6,100,624	6,354,074
	<b>Operating profit / (Loss) before Working Capital changes</b>		<b>12,840,847</b>	<b>18,874,720</b>
	<b>Adjustment for</b>			
	Inventories		(23,248,429)	(9,300,909)
	Sundry Debtors		14,000,098	(23,819,555)
	Loans and Advances		(11,241,809)	(5,241,633)
	Current Liabilities & Provisions		(67,351,759)	(24,632,924)
	<b>Cash generated from Operations</b>		<b>(75,001,051)</b>	<b>(44,120,301)</b>
	Add: Profit on sale of Assets		-	-
	Less: Current Year Tax		2,643,231	4,294,225
	Less: MAT Credit Adjustment		(21,013,262)	-
	Excess Provision of Tax Earlier year		(766,303)	(100,052)
	<b>CASH FLOW BEFORE EXTRAORDINARY ITEMS</b>		<b>(57,397,324)</b>	<b>(48,514,577)</b>
	<b>Extraordinary Items</b>		-	-
	<b>NET CASH FROM OPERATING ACTIVITIES</b>		<b>(57,397,324)</b>	<b>(48,514,577)</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
	Purchase of Fixed Assets		(2,415,160)	-
	Sale / Adjustments of Fixed Assets		-	-
	<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>(2,415,160)</b>	<b>-</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
	Share Capital		-	-
	Short Term Borrowings		57,284,353	20,688,970
	Proceeds from Long Term Loans		(638,249)	6,358,834
	<b>NET CASH USED IN FINANCING ACTIVITIES</b>		<b>56,646,104</b>	<b>27,047,804</b>
	Net increase in cash & cash Equivalents		(3,166,379)	(21,466,773)
	Cash & Cash Equivalents, beginning of period		13,657,367	35,124,140
	Cash & Cash Equivalents, end of period		<b>10,490,986</b>	<b>13,657,367</b>

As per our report attached

**J. H. Gandhi & Co.**

(Chartered Accountants)

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
<b>J. H. Gandhi</b>	<b>Nidhi Desai</b>	<b>Murtuza S. Mewawala</b>	<b>Hasanain S. Mewawala</b>	<b>S. M. Nathani</b>
(Proprietor)	(Company Secretary)	(Chairman)	(Managing Director)	(Director)
M.No. 044844	M.No. 31811	DIN: 00125534	DIN: 00125472	DIN: 00195888

**Place : Mumbai**  
**Date : 27.07.2020**

**Place: Mumbai**  
**Date: 27.07.2020**

**Place: Mumbai**  
**Date: 27.07.2020**

**Place: Mumbai**  
**Date: 27.07.2020**

**Place : Mumbai**  
**Date: 27.07.2020**

Expo Gas Containers Limited

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2020**

<b>A EQUITY SHARE CAPITAL</b>		<u>For the year ended 31st March, 2020</u>	<u>For the year ended 31st March, 2019</u>	
	Balance at the beginning of the reporting year	76,145,600	76,145,600	
	Changes in equity share capital during the year	-	-	
	Balance at the end of the reporting year	<b>76,145,600</b>	<b>76,145,600</b>	
<b>B OTHER EQUITY</b>				
	<u>As at 31st March, 2019</u>	<u>Balance at the beginning of the reporting year</u>	<u>Total Comprehensive Income for the Year</u>	<u>Balance at the end of the reporting year</u>
	Capital Reserve	4,236,400	-	4,236,400
	Securities Premium	54,172,205	-	54,172,205
	Profit & Loss Account	93,840,680	10,021,977	103,862,657
	Other Comprehensive Income	-	-	-
	<b>Total</b>	<b>152,249,285</b>	<b>10,021,977</b>	<b>162,271,262</b>
	<u>As at 31st March, 2020</u>	<u>Balance at the beginning of the reporting year</u>	<u>Total Comprehensive Income for the Year</u>	<u>Balance at the end of the reporting year</u>
	Capital Reserve	4,236,400	-	4,236,400
	Securities Premium	54,172,205	-	54,172,205
	Profit & Loss Account	103,862,657	3,565,794	107,428,451
	Other Comprehensive Income	-	-	-
	<b>Total</b>	<b>162,271,262</b>	<b>3,565,794</b>	<b>165,837,056</b>

As per our report attached

**J. H. GANDHI & CO.**  
(Chartered Accountants)  
F.R. No. 116513W

Sd/-  
**(J. H. GANDHI)**  
(Proprietor)  
M.No. 044844

Sd/-  
**NIDHI DESAI**  
(Company Secretary)  
M.No. 31811

Sd/-  
**MURTUZA S. MEWAWALA**  
(Chairman)  
DIN: 00125534

Sd/-  
**HASANAIN S. MEWAWALA**  
(Managing Director)  
DIN: 00125472

Sd/-  
**S. M. NATHANI**  
(Director)  
DIN: 00195888

Place : Mumbai  
Date : 27.07.2020

Place : Mumbai  
Date : 27.07.2020

Place : Mumbai  
Date : 27.07.2020

Place : Mumbai  
Date : 27.07.2020

Place : Mumbai  
Date : 27.07.2020

*PART IV*

**BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

I Registration Details

State Code : 

1	1
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Registration No. : 

0	2	7	8	3	7
---	---	---	---	---	---

Balance Sheet Date: 

3	1
---	---

0	3
---	---

2	0	2	0
---	---	---	---

  
Date Month Year

II Capital raised during the year (Amount in Rs. Thousands)

Public Issue  

				-					
--	--	--	--	---	--	--	--	--	--

Rights Issue  

				-					
--	--	--	--	---	--	--	--	--	--

Bonus Issue  

				-					
--	--	--	--	---	--	--	--	--	--

Private Placement  

				-					
--	--	--	--	---	--	--	--	--	--

III Position of Mobilisation and deployment of Funds (Amount in Rs. Thousands)

Total Liabilities  

			6	5	6	1	8	9
--	--	--	---	---	---	---	---	---

Total Assets  

			6	5	6	1	8	9
--	--	--	---	---	---	---	---	---

Equity and Liabilities

Paid up Capital  

				7	6	1	4	5
--	--	--	--	---	---	---	---	---

Reserves & Surplus  

			1	6	5	8	3	7
--	--	--	---	---	---	---	---	---

Long term borrowings  

			1	3	9	0	3	5
--	--	--	---	---	---	---	---	---

Short term borrowings  

			2	4	0	9	6	8
--	--	--	---	---	---	---	---	---

Current Liabilities  

				3	4	2	0	3
--	--	--	--	---	---	---	---	---

Assets

Net Fixed Assets  

				4	9	7	9	1
--	--	--	--	---	---	---	---	---

Investments  

							2	5
--	--	--	--	--	--	--	---	---

Current Assets  

			5	8	7	4	0	9
--	--	--	---	---	---	---	---	---

Misc. Expenditure  

						N	I	L
--	--	--	--	--	--	---	---	---

Accumulated Losses  

						N	I	L
--	--	--	--	--	--	---	---	---

**Expo Gas Containers Limited**

IV Performance of Company (Amount in Rs. Thousands)

Turnover										Total Expenditure											
				5	0	5	6	7	4					4	9	8	9	3	4		
+ - Profit/Loss before tax					+ - Profit/Loss after tax																
+							6	7	4	0	+							3	5	6	6

(Please tick Appropriate box + for Profit , - for Loss)

Earning per Share in Rs.

		+	0	.	1	9
--	--	---	---	---	---	---

Dividend rate %

	-	-
--	---	---

V Generic Names of Three Principal Products/Services of Company (as per monetary terms)

Item Code No. 

--	--	--	--	--	--	--	--	--	--

(ITC Code)

Product 

P	R	E	S	S	U	R	E		V	E	S	S	E	L	S				
---	---	---	---	---	---	---	---	--	---	---	---	---	---	---	---	--	--	--	--

Description


Item Code No. 

--	--	--	--	--	--	--	--	--	--

(ITC Code)

Product 

S	I	T	E		E	N	G	E	N	E	E	R	I	N	G				
---	---	---	---	--	---	---	---	---	---	---	---	---	---	---	---	--	--	--	--

Description


Item Code No. 

--	--	--	--	--	--	--	--	--	--

(ITC Code)

Product 

C	O	L	U	M	N	S		A	N	D		T	O	W	E	R	S		
---	---	---	---	---	---	---	--	---	---	---	--	---	---	---	---	---	---	--	--

Description


**J. H. GANDHI & CO.**

(Chartered Accountants)

FR No. 116513W

Sd/-

**J. H. GANDHI**

Proprietor

M.No. 044844

Sd/-

**NIDHI DESAI**

Company Secretary

M.No. 31811

Place : Mumbai

Date : 27.07.2020

Sd/-

**MURTUZA S. MEWAWALA**

(Chairman)

DIN: 00125534

Sd/-

**HASANAIN S. MEWAWALA**

(Managing Director)

DIN: 00125472

Sd/-

**S. M. NATHANI**

(Director)

DIN: 00195888

Place : Mumbai

Date : 27.07.2020