

Note: The above data is based on standalone financial statements.

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**Board of Directors**

Sri K Ramasamy (Executive Chairman)	(DIN 00034360)
Sri R Varun Karthikeyan (Vice Chairman and Managing Director)	(DIN 00585158)
Sri P T Kuppuswamy	(DIN 00032309)
Dr M P Vijayakumar	(DIN 05103089)
Smt R K Umaadhevi	(DIN 01067950)
Sri K Ravi	(DIN 01590268)
Sri Preben Laustsen	(DIN 06554783)
Dr S Chandrasekar	(DIN 01773256)
Sri V M Rajashekar	(DIN 08208467)
Sri Frank Ulbricht	(DIN 08258166)
Dr OA Balasubramaniam	(DIN 01554204) (w.e.f. 30.03.2021)
Sri A Kasilingam (Director – Engineering)	(DIN 00912883) (Upto 30.03.2021)

**Statutory Auditors**

M/s Subramaniam Vasudev & Co.  
Chartered Accountants, Salem  
(Firm No. 004110S)

**Cost Auditors**

M/s Ramakrishnan & Co.  
Cost Accountants, Coimbatore  
(Firm No. 100285)

**Bankers**

Indian Overseas Bank  
State Bank of India  
Citi Bank N.A.  
The Hongkong and Shanghai  
Banking Corporation Ltd  
HDFC Bank Ltd  
ICICI Bank Ltd

**Company's Registrar and Share Transfer Agents**

M/s S.K.D.C. Consultants Limited  
Registrar and Share Transfer Agents  
"Surya" 35, Mayflower Avenue  
Behind Senthil Nagar, Sowripalayam Road  
Coimbatore – 641 028  
Telephone: +91 0422-4958995, 2539835  
Email: info@skdc-consultants.com  
Web: www.skdc-consultants.com

**Company Secretary**

Sri G Balasubramaniam (FCS 9699)

**Registered Office**

R.K.G. Industrial Estate  
Ganapathy, Coimbatore – 641 006. India  
Phone : +91 422 4330330 Fax: +91 422 2332107  
Email : gbala@roots.co.in  
Web : www.rootsmulticlean.com

**Factories**

**Unit 1**

Mettupalayam Post, Kovilpalayam  
Kinathukadavu Taluk – 642 110

**Unit 2**

Kaniyalampalayam Village  
Kinathukadavu Taluk – 642 120

**Ezeclean & Yarn Division**

Sanganoor, Ganapathy  
Coimbatore – 641 006

**Flipper Division**

Mettupalayam Post  
Kinathukadavu Taluk – 642 110

**NOTICE TO SHAREHOLDERS**

NOTICE is hereby given that the 29<sup>th</sup> Annual General Meeting of the Shareholders of the Company will be held on Tuesday, the 28<sup>th</sup> day of September 2021 at 11.30 a.m. at the Registered Office of the Company at R.K.G. Industrial Estate, Ganapathy, Coimbatore – 641 006 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 and the reports of the Board of Directors and the Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the report of Auditors thereon and in this regard to pass the following resolutions as Ordinary Resolution:
  - a) "RESOLVED THAT the Audited Standalone financial statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."
  - b) "RESOLVED THAT the Audited Consolidated financial statements of the Company for the financial year ended March 31, 2021 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."
2. To declare dividend on equity shares.
3. To appoint a Director in the place of Sri V.M.Rajashekar (DIN 0008208467), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in the place of Sri Frank Ulbricht (DIN 0008258166), who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

5. To consider and if deemed fit, to pass with or without modification, the following resolution as an Ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Dr.O.A.Balasubramaniam (DIN 01554204) who was appointed as an Additional Director (Non – Executive) of the Company with effect from 30.03.2021 be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT Sri G.Balasubramaniam, Company Secretary (FCS 9699) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution."

6. To consider and approve the appointment of Sri R.Varun Karthikeyan as Vice Chairman and Managing Director of the Company and in this regard to consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals as may be required, the Company be and hereby consents to the appointment of Sri R. Varun Karthikeyan (00585158), as Vice Chairman and Managing Director of the Company for a period of 5 years with effect from 1<sup>st</sup> April 2021 on the following terms and conditions.

- I. Salary : Rs.1,63,317/- per month.
- II. Perquisites: In addition to Salary, perquisites restricted to an amount equal to annual salary, shall be allowed as detailed below:
  - a. Housing:

The expenditure on hiring unfurnished accommodation shall not exceed 40% of the salary over and above 10% payable by the Vice Chairman and Managing Director. Where he resides in his own house or where the Company does not provide accommodation to the Vice Chairman and Managing Director, House rent allowance may be paid subject to the ceiling mentioned above. The expenditure incurred by the Company on Gas, Electricity, Water and Furnishings will be valued as per the Income-tax Rules, 1962. This will, however, be subject to a ceiling of 10% of the salary.
  - b. Other perquisites:
    - i) Medical Expenses for self and family subject to a ceiling of one month’s salary.
    - ii) Leave Travel Concession for self and family once in a year to any place in India subject to a ceiling of one month’s salary.
    - iii) Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fees.
    - iv) Personal Accident Insurance premium not exceeding 10% of the salary.
  - c. He shall also be eligible to the following benefits, which shall not be included in the computation of the ceiling on the remuneration.
    - i) PF/SAF: Contribution to Provident Fund and / or Super Annuation Fund and / or Annuity Fund to the extent of 27% of the Salary.
    - ii) Gratuity: Payable at a rate not exceeding half a month’s salary for each completed year of service or at the rate as may be modified from time to time as per the Payment of Gratuity Act, 1972.
  - d. He shall be entitled for reimbursement of all actual expenses including on entertainment, conveyance, travelling etc., incurred during the course of the company’s business.

The Company shall provide a car and telephone facility at his residence, which will not be considered as perquisites.

- e. He shall be paid a commission of 0.30% on the profit before tax and 0.75% on the incremental profit before tax every year computed under Section 197 of the Companies Act, 2013.

The Vice Chairman and Managing Director shall not be paid any sitting fees for attending the meeting of the Board of Directors or Committee thereof.

The appointment is terminable by three months' notice on either side. He is not liable to retire by rotation.

RESOLVED FURTHER THAT in the event of no profits or inadequacy of profits, the remuneration payable to Sri R.Varun Karthikeyan (00585158), Vice Chairman and Managing Director shall not exceed the limits specified in Schedule V of the Companies Act, 2013 or such other limits as may be notified by the Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT Sri G.Balasubramaniam, Company Secretary (FCS 9699) of the Company be and is hereby authorized to file necessary returns with Registrar of Companies in connection with the above."

7. To approve and ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2022 and in this regard, to consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) as recommended by the Audit Committee and the Board of Directors of the Company, M/s. Ramakrishnan & Co. (Firm No.100285), Cost Accountants, Coimbatore be and is hereby appointed as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2022, be paid a remuneration of Rs.1,00,000/- (Rupees One Lakh only) per annum plus applicable GST and other out of pocket expenses, be and is hereby ratified.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Coimbatore  
Date: 27.07.2021

By order of the Board  
**G. Balasubramaniam**  
Company Secretary  
(FCS 9699)

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## NOTES

1. Every member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself / herself. Such proxy need not be a member of the Company. Proxy forms duly stamped and executed should be lodged at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. The Register of Members and Share Transfer books will remain closed from 22.09.2021 to 28.09.2021 (Both days inclusive).

3. Members are requested to immediately notify changes in their address, if any, to the Company / Company's Registrar and Share Transfer Agents. Members are requested to provide their bank account details viz., Bank branch, account type, account number and address of the bank with Pincode Number to the Company / Company's Registrar and Share Transfer Agents.
4. Members are requested to bring a copy of the Annual Report to the Annual General Meeting.
5. As per the notification by Government the securities of the companies can be transferred only in dematerialised form. Hence Members are requested to dematerialise their equity shares from physical form to demat form. The International Security Identification Number (ISIN) allotted to the Equity Shares of the Company is INE01LF01013.
6. Company's Registrar and Share Transfer Agents:  
M/s. S.K.D.C. Consultants Limited  
Registrar and Share Transfer Agents  
"Surya" 35, Mayflower Avenue  
Behind Senthil Nagar, Sowripalayam Road  
Coimbatore – 641 028  
Telephone: +91 0422-4958995, 2539835  
Email: info@skdc-consultants.com  
Web: www.skdc-consultants.com
7. Members are requested to note that dividends not claimed within Seven Years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund (IEPF).
8. Members who wish to claim dividends, which remain unclaimed, are requested to communicate with the Company Secretary, Registered Office of the Company and the Company's Registrar and Share Transfer Agents, M/s. S.K.D.C. Consultants Limited.
9. The members who have a claim on the dividends and shares may claim the same from IEPF Authority by submitting an online application in the prescribed Form (Form No. IEPF-5) available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with required documents as prescribed in the Form.
10. The Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013.**

### **For item No.5**

Dr.O.A.Balasubramaniam (DIN 01554204) is the Managing Director of Roots Cast Pvt Ltd, one of the Companies in Roots Group. Dr.O.A.Balasubramaniam is also a Director of Roots Auto Products Private Limited, CEO of Roots Polycraft and Director for Integral Yoga Institute. Dr.O.A.Balasubramaniam is also serving as the Senior Vice President - Information Technology of Roots Group of Companies. With more than 40 years of service in Roots Group Dr.O.A.Balasubramaniam has more than 30 years of experience in the Information Technology field. He had Implemented many IT projects in functional areas like Finance, Marketing, Purchase, Stores, SCM, CRM, Production and Planning besides having implemented the world's leading ERP SAP system at Roots Group.

The details of the appointee Director pursuant to Secretarial Standards on General Meetings is provided hereunder:

Name of the Director	Dr. O.A. Balasubramaniam
DIN	01554204
Age	64 years
Qualification	B.Sc, MBA, M.S., Ph.D.
Brief Resume of the Director	Dr.O.A.Balasubramaniam is the Managing Director of Roots Cast Pvt Ltd, one of the Companies in Roots Group besides he is also a Director of Roots Auto Products Private Limited and CEO of Roots Polycraft and Director, Integral Yoga Institute. Dr.O.A.Balasubramaniam is also serving as the Senior Vice President - Information Technology of Roots Group of Companies.
Expertise in specific functional area	More than 30 years of experience in the Information Technology field, he had Implemented many IT projects in functional areas like Finance, Marketing, Purchase, Stores, SCM, CRM, Production and Planning besides having implemented the world's leading ERP SAP system at Roots Group.
Recognition or awards	Recipient of the "BEST MANAGER" award from Coimbatore Management Association and "Gold CIO award" from Cybermedia, Mumbai
Job profile	Non-Executive Director
Terms & Conditions of Appointment/ Reappointment with proposed remuneration	Appointed as Non-Executive Director of the Company with effect from 30.03.2021
Remuneration Last Drawn (including sitting fees if any)	Not Applicable
Date of First Appointment on the Board	30 <sup>th</sup> March 2021
Shareholding in the Company as on 31.03.2021	500
Relationship with other Directors	Not related to any of the Directors and / or Key Managerial Personnel of the Company
No. of Board Meetings attended during the year	1 out of 1
Directorships of other Boards as on date	Roots Cast Private Limited Roots Auto Products Private Limited
Membership/Chairmanship of Committees of other Boards as on Date	Nil

The Nomination and Remuneration Committee in its meeting held on 30<sup>th</sup> March 2021 recommended to the Board for the appointment of Dr.O.A.Balasubramaniam as an Additional Director of the Company. The Additional Director holds office up to the date of this Annual General Meeting.

Accordingly, the Board accepted the recommendation of the Nomination and Remuneration Committee in its 129<sup>th</sup> meeting held on 30<sup>th</sup> March 2021 and recommends the Ordinary resolution set forth in item No.5 for the approval of the members.

Except Dr.O.A.Balasubramaniam (DIN 01554204) none of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary resolution as set out in item No.5 of this Notice.

#### **For item No.6**

Sri R.Varun Karthikeyan was appointed as Managing Director of Roots Multiclean Ltd in the 94<sup>th</sup> meeting of Board of Directors of the Company held on 23<sup>rd</sup> January 2013 and the same was approved by the Shareholders in the 21<sup>st</sup> Annual General Meeting of the Company held on 4<sup>th</sup> September 2013.

The Nomination and Remuneration Committee is of opinion that it is the appropriate time to elevate Sri R.Varun Karthikeyan as Vice Chairman and Managing Director of the Company.

The Nomination and Remuneration Committee in its meeting held on 30<sup>th</sup> March 2021 recommended to the Board for the appointment of Sri R.Varun Karthikeyan (00585158), as Vice Chairman and Managing Director of the Company for a period of 5 years with effect from 1<sup>st</sup> April 2021.

Accordingly, the Board accepted the recommendation of the Nomination and Remuneration Committee in its 129<sup>th</sup> meeting held on 30<sup>th</sup> March 2021 and recommends the Special resolution set forth in item No.6 for the approval of the members.

The details of the appointee Director pursuant to Secretarial Standards on General Meetings is provided hereunder:

Name of the Director	Sri R. Varun Karthikeyan
DIN	00585158
Age	39 years
Qualification	B.S.(USA), MBA
Brief Resume of the Director	Sri R.Varun Karthikeyan was the Director – Operations of Roots Multiclean Ltd since 1 <sup>st</sup> July 2008 and Managing Director since 23 <sup>rd</sup> January 2013.
Expertise in specific functional area	Sri R.Varun Karthikeyan possess 15 years of experience in Production, procurement, operations, administration and development functions.
Recognition or awards	Nil
Job profile	Vice Chairman and Managing Director
Terms & Conditions of Appointment/ Reappointment with proposed remuneration	Re-appointed as Vice Chairman and Managing Director of the Company for a period of 5 years with effect from 1 <sup>st</sup> April 2021 at a remuneration of Rs.1,63,317/- per month
Remuneration Last Drawn (including sitting fees if any)	Rs. 46,61,485/-
Date of First Appointment on the Board	4 <sup>th</sup> August 2006

Shareholding in the Company as on 31.03.2021	3,57,860
Relationship with other Directors	Sri R. Varun Karthikeyan is related to Sri K. Ramasamy, Executive Chairman and Smt.R.K.Umaadhevi, Director
No. of Board Meetings attended during the year	4 out of 5 meetings
Directorships of other Boards as on date	Roots Industries India Limited Roots Auto Products Private Limited Roots Cast Private Ltd. American Auto Service (P) Limited Roots Precision Products Private Limited Roots Multiclean Inc. USA
Membership/Chairmanship of Committees of other Boards as on Date	Member – CSR Committee - Roots Auto Products Private Limited

Except Sri R.Varun Karthikeyan, Sri K.Ramasamy (DIN 00034360) and Smt R.K.Umaadhevi (DIN 01067950), none of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Special resolution as set out in item No.6 of this Notice.

#### **For item No.7**

The Board of Directors in their 129<sup>th</sup> Meeting held on 30<sup>th</sup> March 2021 has approved the appointment and remuneration of the Cost Auditors to conduct audit of Cost Accounting Records maintained in accordance with Companies (Cost Records and Audit) Rules 2014 at a remuneration of Rs.1,00,000/- (Rupees One Lakh only) per annum plus applicable GST and other out of pocket expenses for the financial year ending March 31, 2022.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as approved by the Board of Directors, has to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary resolution as set out in item No.7 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31<sup>st</sup> March 2022.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in item No.7 of the notice. The Board recommends the Ordinary resolution set out in item No.7 of the notice for approval of the members.

Coimbatore  
Date: 27.07.2021

By order of the Board  
**G. Balasubramaniam**  
Company Secretary  
(FCS 9699)

## DIRECTORS' REPORT

Dear Shareholders,

Your Board has pleasure in presenting the Twenty Ninth Annual Report and Audited Statement of Accounts of the Company for the year ended 31<sup>st</sup> March 2021.

	(Rs. in Crore)	
	2020-21	2019-20
<b>FINANCIAL RESULTS</b>		
Revenue from Sale of Products		
Sales - Domestic	<b>162.82</b>	159.31
- Exports	<b>49.61</b>	54.52
<b>Total Sales</b>	<b>212.43</b>	213.83
Revenue from Sale of services	<b>6.19</b>	7.48
Other Operating Revenue	<b>1.80</b>	3.52
Other Income	<b>0.66</b>	0.43
<b>Total Revenue</b>	<b>221.08</b>	225.26
<b>Earnings Before Interest, Tax, Depreciation and Amortisations (EBITDA)</b>	<b>36.64</b>	40.69
Less : Finance Costs	<b>2.93</b>	3.73
Depreciation	<b>7.65</b>	7.09
<b>Profit Before Tax</b>	<b>26.06</b>	<b>29.87</b>
Less : Provision for taxation	<b>6.75</b>	7.80
Provision for Deferred tax Asset / (Liability)	<b>0.31</b>	(0.30)
<b>Profit After Tax</b>	<b>19.00</b>	<b>22.37</b>
Balance brought forward	<b>20.41</b>	18.64
Profit Available for Appropriation	<b>39.41</b>	41.01

### Results of Operations, State of Company's Affairs and Future Outlook

Your Company has achieved a Total Revenue of Rs.221.08 Crore for the financial year 2020-21 as against Rs. 225.26 Crore in the previous year 2019-20.

Export Turnover stands at Rs.49.61 Crore for the year 2020-21 as against Rs. 54.52 Crore in the previous year 2019-20.

Your Company is giving more focus to improve its performance in the domestic manufacturing by way of import substitution and export market development for indigenous products.

Profit before tax for the year ended 31<sup>st</sup> March 2021 is Rs.26.06 Crore as compared to Rs.29.87 Crore in the corresponding previous year. Profit after tax for the year under review stood at Rs.19.00 Crore compared to Rs. 22.37 Crore in the corresponding previous year.

During the year, your Company has successfully commenced the Unit 2 operations with 1,30,000 Sq Ft of factory building including Logistics, Rotomould and Dormitory from January 2021.

Your Company ensured to have Zero accident in Unit 1 & Unit 2.

India has emerged as the fastest growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships. India is expected to be the third largest consumer economy as its consumption may triple to US \$ 4 Trillion by 2025, owing to shift in consumer behaviour and expenditure pattern, according to Boston Consulting Group report. Hence there is a great potential for the products manufactured by your Company to find the market but at the same time there will be a lot of challenges to be faced in the form of uncertainty due to the pandemic COVID-19.

During the current year 2021-2022, the operations of the Company was affected in the first quarter due to the pandemic COVID -19 second wave, but it is likely to recover. Your Company is trying to overcome the effect of the pandemic by taking all possible strategic ways of functioning smoothly, but at the same ensuring the safety aspects of the employees at all levels and adequately has taken all safety measures inside the factory. The employees of the Company have been vaccinated by organising camps at the factory itself, thereby the health of the employees have been taken care by your Company. Your Company has cautiously projected its turnover for the year 2021 – 2022 in all segments and with the constant and dynamic monitoring by the Government it is likely that the Country will come out of the ill effects of the pandemic shortly.

### **New Products**

Even during tough COVID times, your company has managed to successfully launch three new products. The Rhino RD 180, E4043 and Rhino RL 160 LPG have been very well received in the market. The turnover contribution from the new products launched during the year is Rs.14.01 Crore. These newly launched products have been very well accepted in the market and are expected to contribute immensely to the future sales.

### **Reserves**

A sum of Rs.15 Crore from the current profits of the financial year 2020-21 has been transferred to General Reserve.

### **Dividend**

Your Directors recommend a dividend of 30% (Rs.3 per share) on the paid-up Equity Share capital of the Company for the year ended 31<sup>st</sup> March 2021. This equity dividend is subject to approval of Shareholders at the ensuing Annual General Meeting and has not been included as a liability in the financial statements. The proposed equity dividend is payable to those Shareholders whose name appear in the Register of Members as on the Book Closure / Record Date.

The total estimated equity dividend to be paid is Rs.60,00,000/-. As per the Finance Act 2020, members may note that the said Dividend is taxable in the hands of shareholders with effect from 1<sup>st</sup> April 2020 and the Company is required to deduct tax at source from dividend paid to Shareholders at the prescribed rates.

## Share Capital

The paid-up capital of the Company as at 31.03.2021 stood at Rs.2.00 Crore. During the year under review, the Company has not made any fresh issue of shares.

## Annual Return

Pursuant to Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, the Annual return as on 31<sup>st</sup> March 2021 is available on the Company's website: <https://www.rootsmulticlean.com/annual-return/>

## Number of Board Meetings

During the Financial Year 2020-21, five meetings of the Board of Directors of the company were held.

The details of Board meetings are given below:

Date	Board Strength	Number of Directors Present
25 <sup>th</sup> June 2020	11	10
13 <sup>th</sup> August 2020	11	10
10 <sup>th</sup> December 2020	11	11
10 <sup>th</sup> February 2021	11	8
30 <sup>th</sup> March 2021	12	11

Attendance of Directors during the year:

Name of the Director	Number of Meetings	
	Held	Attended
Sri K Ramasamy	5	4
Sri R Varun Karthikeyan	5	4
Sri P T Kuppuswamy	5	5
Dr M P Vijayakumar, IAS (Retd.)	5	5
Smt R K Umaadhevi	5	5
Sri K Ravi	5	5
Sri A Kasilingam	5	5
Dr S Chandrasekar	5	5
Sri Preben Laustsen	5	4
Sri V M Rajashekar	5	5
Sri Frank Ulbricht	5	2
Dr O A Balasubramaniam	1	1

### **Particulars of Loans, Guarantees and Investments under Section 186 of Companies Act, 2013**

During the year under review, the Company has given loan / guarantee to its Wholly owned subsidiary, Roots Multi Clean Inc., USA, (WOS) within the ambit of Companies Act, 2013.

The Company has made investment by way of subscribing to equity shares of its WOS during the year and the details of the same have been given in the notes to the financial statements. The Company has not made investment in excess of the limit prescribed as per the provisions of the Companies Act, 2013.

Other than the above, no other loans, guarantees and investments were made by the Company covered under Section 186 of the Companies Act, 2013.

### **Comments on Auditor's Report**

There are no qualifications, reservations or adverse remarks or disclaimers made by the Statutory Auditors of the Company.

### **HR Development and Industrial Relation**

Your Company's biggest asset is its highly skilled and dedicated employees at all levels and it is proud of the excellent relationship with its employees. People are our most valuable asset and your Company places the engagement, development and retention of talent as its highest priority, to enable the achievement of organisation's vision.

### **Particulars of Contracts or Arrangements with Related Parties**

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. Please refer Annexure 1. Since there are no transactions which are not on arm's length basis and material in nature, Form AOC-2 is not being annexed.

The policy on materiality of related party transactions and dealing with related party transactions has been approved by the Board.

Your Directors draw attention of the members to Note No.35 to the financial statements which sets out related party disclosures.

### **Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo**

The details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are as follows:

**a) Conservation of Energy:**

Steps taken for conservation	In paint curing oven, there are 4 blowers for heat distribution. Irrespective of the size of the component, all the blowers were running. We implemented selective running system with auto change over so that depending on the size of the component, required number of blowers can be switched on. By this, we saved electricity.
Steps taken for utilizing alternate sources of energy	New Rotomoulding machine purchased with LPG fired furnace instead of traditional oil fired furnace as part of our efforts to use Green Fuels and conserve environment. The new machine is operational from January 2021.
Capital investment on energy conservation equipment	NIL

**b) Technology Absorption:**

Efforts made for technology absorption	To meet the ever increasing customer expectations and regulatory requirements, R&D team of your Company is taking customer expectations and regulatory requirements as a part of design input and makes every effort to embed the appropriate technologies to give best reliability in the products, electronic controls & user friendly systems, contemporary styling that will satisfy the customer, compete in the market effectively and make the products comply with regulatory requirements.
Benefits derived	Cost reduction, competitiveness and improved efficiency.
Expenditure on Research & Development, if any	Rs.5.33 Crore
Details of technology imported, if any	NIL
Year of import	NIL
Whether imported technology fully absorbed	NIL
Areas where absorption of imported technology has not taken place, if any	Not Applicable

**c) Foreign Exchange Earnings / Outgo:**

The Foreign Exchange earnings and outgo are as below:

Foreign exchange earned Rs.49.65 Crore (FOB Value of Exports)

Foreign exchange outgo Rs.27.29 Crore

## **Risk Management Policy**

The Risk Management process includes risk identification, impact assessment, effective implementation of the mitigation plans and risk reporting.

The Company is also continuously developing and launching new and improved products to stay ahead of competition. In both the value and premium product segments, your Company has introduced models and variants, which promise customers, superior value and lower cost of ownership.

### **Your company has identified the following risks:**

1. Business Risk
  - a. Market risk
  - b. Foreign Investment Risk
  - c. Competition Risk
  - d. Business Model Risk
2. Operational Risk
  - a. People
  - b. Technology Risk
  - c. Process and Systems
  - d. Fixed Assets
3. Financial Risk
  - a. Credit Risk
  - b. Currency Risk
  - c. Liquidity Risk
  - d. Interest Rate risk

The Apex Committee of the Company reviews the Risk management Matrix on monthly basis, to achieve the business objectives, effectively and efficiently, which is brought to the attention of the Audit Committee of the Board.

## **Directors and Key Managerial Personnel**

All the Independent Directors hold office for a fixed term and are not liable to retire by rotation and are entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the meetings of the Board and / or committees and profit related commission in terms of applicable provisions of the Companies Act as determined by the Board from time to time.

The Nomination and Remuneration Committee in its meeting held on 30<sup>th</sup> March 2021 recommended to the Board for the appointment of Dr.O.A.Balasubramaniam as an Additional Director (Non-Executive) of the Company. Accordingly, the Board accepted the recommendation of the Nomination and Remuneration Committee in its 129<sup>th</sup> meeting held on 30<sup>th</sup> March 2021 and consented to the appointment of Dr.O.A.Balasubramaniam as an Additional Director of the Company. The Additional Director holds office upto the date of this Annual General Meeting. The resolution for appointment of Dr.O.A.Balasubramaniam as a Director of the Company is placed before the Shareholders for approval.

Sri R.Varun Karthikeyan was appointed as Managing Director of Roots Multiclean Ltd in the 94<sup>th</sup> meeting of Board of Directors of the Company held on 23<sup>rd</sup> January 2013 and the same was approved by the Shareholders in the 21<sup>st</sup> Annual General Meeting of the Company held on 4<sup>th</sup> September 2013.

The Nomination and Remuneration Committee is of opinion that it is the appropriate time to elevate Sri R.Varun Karthikeyan as Vice Chairman and Managing Director of the Company.

The Nomination and Remuneration Committee in its meeting held on 30<sup>th</sup> March 2021 recommended to the Board for the appointment of Sri R.Varun Karthikeyan (00585158), as Vice Chairman and Managing Director of the Company for a period of 5 years with effect from 1<sup>st</sup> April 2021.

Accordingly, the Board accepted the recommendation of the Nomination and Remuneration Committee in its 129<sup>th</sup> meeting held on 30<sup>th</sup> March 2021 and recommends the Special resolution set forth in item No.6 for the approval of the members.

Sri Kasilingam Arumugam (DIN 00912883) Whole Time Director (Director – Engineering) has resigned with effect from 30<sup>th</sup> March 2021.

The Board hereby places on record its sincere appreciation for the invaluable services rendered by Sri Kasilingam Arumugam during his tenure as a Director of the Company.

The Directors Sri V.M.Rajashekar (DIN 0008208467) and Sri Frank Ulbricht (DIN 0008258166) are retiring by rotation and are eligible for re-appointment.

The Executive Chairman and Vice Chairman and Managing Director of the Company are in receipt of commission from the Company. However, they did not receive any remuneration or commission from the Wholly Owned Subsidiary Company.

### **Meeting of Independent Directors**

During the year, a meeting of Independent Directors was held on 10<sup>th</sup> February 2021 to review the performance of the Board as a whole on parameters of effectiveness and to assess the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties. Sri P.T.Kuppuswamy (DIN 00032309), Chairman of the meeting presented the views of the Independent Directors on matters relating to Board processes and the overall affairs of the Company. All the Independent Directors were present at the Meeting.

**Internal control systems and their adequacy**

Process measures have been identified in association with respective process owners for the organizational process determined by the management and documented. Trend on these measures are being monitored and appropriate corrective action are implemented in time to arrest the negative trend and improve the performance. Product, Process and System Audits are determined and documented to conduct internal audit as per audit plan and auditors are qualified to perform the task objectively. Monthly MIS on various parameters determined are submitted to the management at defined target days. The scope includes internal audit related to financial aspects as well.

In the opinion of the Board, appropriate internal control systems do exist commensurate to the size and nature of the Company.

**Internal Financial Control**

The Company has an established Internal Financial Control framework including internal controls over financial reporting, operating controls and anti-fraud framework. The framework is reviewed regularly by the management and tested by internal audit team and presented to the Audit Committee. Based on the periodical testing, the framework is strengthened, from time to time, to ensure adequacy and effectiveness of Internal Financial Controls.

**Deposits**

Your Company has not accepted any deposits and as such, no amount of principal or interest was outstanding as of the Balance sheet date.

**Declaration by Independent Directors**

The Company has received necessary declaration from all the Independent Directors under Section 149 (7) of the Companies Act, 2013 that they meet the criteria of Independence laid down in Section 149 (6) of the Companies Act, 2013.

**Compliance with Secretarial Standards**

The Company has in place proper systems to ensure compliance with the provisions of the applicable Secretarial Standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

**Corporate Social Responsibility (CSR)**

The Corporate Social Responsibility Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has

been approved by the Board. During the year under review, the Corporate Social Responsibility Committee had met on 13.08.2020 and 30.03.2021.

The CSR report for the year ended March 31, 2021 is attached as Annexure 2 to the Board's report.

### **Audit Committee**

Audit Committee comprising of Sri P.T.Kuppuswamy (DIN 00032309), Dr.M.P.Vijayakumar, IAS (Retd.) (DIN 05103089) and Sri K.Ravi (DIN 01590268), as members of the Committee had three meetings during the year under review viz., 13.08.2020, 10.12.2020 and 30.03.2021. All the recommendations made by the Audit Committee during the year were accepted by the Board of Directors.

### **Credit Rating**

The Rating Committee of ICRA Limited, has retained the rating for the long term banking facilities as [ICRA] A (pronounced ICRA A) and the short term banking facilities rating as [ICRA] A1 (pronounced ICRA A one) for your Company.

### **Transfer of unclaimed / unpaid amounts and shares to the Investor Education and Protection Fund**

In terms of Section 124(5) of the Companies Act, 2013 ('the Act') read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, if the dividend transferred to the Unpaid Dividend Account of the Company remains unpaid or unclaimed for a period of seven years from the date of such transfer then such unclaimed or unpaid dividend shall be transferred by the Company along with interest accrued, if any to the Investor Education and Protection Fund, a fund established under sub-section (1) of Section 125 of the Act.

In light of the aforesaid provisions, the Company has during the year transferred the unclaimed dividend of Rs. 47,500/- to Investor Education and Protection Fund which were declared during the Financial Year 2012-2013.

In terms of Section 124(6) of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, if the shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the demat account of Investor Education and Protection Fund Authority within a period of thirty days of such shares becoming due. Upon transfer of such shares, all benefits, if any, accruing on such shares shall also be credited to such demat account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares.

In light of the aforesaid provisions, no equity shares are liable to be transferred to the demat account of Investor Education and Protection Fund Authority ("IEPFA") during the Financial Year 2020-2021.

The members who have a claim on above dividends may claim the same from IEPF Authority by submitting an online application in the prescribed Form No. IEPF-5 available on the website [www.iepf.gov.in](http://www.iepf.gov.in).

The following table gives the information relating to various outstanding dividends and the dates by which they can be claimed by the shareholders from the Company's Registrar and Share Transfer Agent:

<b>Details of Unclaimed Dividend as on 31<sup>st</sup> March, 2021 and due dates for transfer</b>				
<b>S.No.</b>	<b>Financial Year</b>	<b>Date of Declaration of Dividend</b>	<b>Unclaimed Amount (in Rs)</b>	<b>Due Date for transfer to IEPF Account</b>
1	2013-2014	24.09.2014	46,500	31.10.2021
2	2014-2015	28.09.2015	52,500	04.11.2022
3	2015-2016	29.06.2016	52,250	05.11.2023
4	2016-2017	27.09.2017	56,250	03.11.2024
5	2017-2018	27.09.2018	59,750	03.11.2025
6	2018-2019	26.09.2019	41,250	02.11.2026
7	2019-2020	29.09.2020	37,503	05.11.2027

### **Nomination & Remuneration Committee**

During the year under review the Nomination and Remuneration Committee had met on 25.06.2020 and 30.03.2021. The Nomination and Remuneration Committee comprised of Dr.M.P.Vijayakumar, IAS (Retd.) (DIN 05103089), Sri P.T.Kuppuswamy (DIN 00032309) and Sri A.Kasilingam (DIN 00912883) as members of the Committee. However, subsequent to the resignation of Sri A.Kasilingam, the Nomination and Remuneration Committee has been reconstituted in the meeting held on 30<sup>th</sup> March 2021, inducting Dr.S.Chandrasekar as one of the Member of the Committee. All the recommendations made by the Nomination and Remuneration Committee during the year were accepted by the Board of Directors.

The Company's policy on Director's, Key Managerial Personnel, other employees appointment and remuneration including criteria for determining Qualification, Attributes, Independence etc., is as below:

This policy has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors:

### **Objective and purpose of the policy**

1. To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a Director (Executive / Non-Executive) and recommend to the Board policies relating to the remuneration of the Directors.
2. The policy also addresses the following items:
  - Committee member qualifications;
  - Committee member appointment and removal;
  - Committee structure and operations and
  - Committee reporting to the Board.

3. To formulate the criteria for evaluation of performance of all the Directors on the Board;
4. To devise a policy on Board diversity and
5. To lay out remuneration principles for employees linked to their effort, performance and achievement relating to the Company's goals.

**Applicability:-**

The Policy is applicable to

- Directors (Executive and Non Executive)
- Key Managerial Personnel

*Definitions*

'Board' means Board of Directors of the Company.

'Directors' means Directors of the Company.

'Committee' means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.

'Company' means Roots Multiclean Ltd.

'Independent Director' means a Director referred to in Section 149(6) of the Companies Act, 2013 and its rules.

Part – A covers the matters to be dealt with and recommended by the Committee to the Board;

Part – B covers the appointment and nomination; and

Part – C covers remuneration and perquisites etc.

*Part – A covers the matters to be dealt with and recommended by the Committee to the Board;*

(a) Size and composition of the Board:

Reviewing the size and composition of the Board to ensure that it is structured to make appropriate decisions, with a variety of perspectives and skills, in the best interests of the Company as a whole;

(b) Directors:

Formulate the criteria determining qualifications, positive attributes and independence of a Director and recommending candidates to the Board, when circumstances warrant the appointment of a new Director, having regard to the range of skills, experience and expertise, on the Board and who will best complement the Board;

(c) Succession plans:

Establishing and reviewing Board and senior executive succession plans in order to ensure and maintain an appropriate balance of skills, experience and expertise on the Board.

(d) Evaluation of performance:

Make recommendations to the Board on appropriate performance criteria for the Directors.

Formulate the criteria and framework for evaluation of performance of every Director on the Board of the Company. Identify ongoing training and education programs for the Board to ensure that Non-Executive Directors are provided with adequate information regarding the options of the business, the industry and their legal responsibilities and duties.

(e) Board diversity:

The Committee is to assist the Board in ensuring Board nomination process with the diversity of thought, experience, knowledge and perspective in the Board, in accordance with the Board Diversity policy.

*Part – B covers the appointment and nomination:*

General Appointment Criteria:

- i. The Committee shall consider the ethical standards of integrity and probity, qualification, expertise and experience of the person for appointment as Director and accordingly recommend to the Board his / her appointment.
- ii. The Company should ensure that the person so appointed as Director / Independent Director shall not be disqualified under the Companies Act, 2013.

The Director / Independent Director shall be appointed as per the procedure laid down under the provisions of the Companies Act, 2013.

Term / Tenure:

The Term / Tenure of the Directors shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder as amended from time to time.

Retirement:

The Whole Time Directors, shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Whole-time Directors, in the same position / remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company.

Removal:

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations or any other reasonable ground, the Committee may recommend to the Board for removal of a Director.

*Part – C covers remuneration and perquisites etc.*

General:

The remuneration / compensation / commission etc. to Directors will be determined by the Committee and recommended to the Board for approval.

The remuneration to be paid to the Whole time Directors shall be in accordance with the provisions of the Companies Act, 2013, and the rules made thereunder.

Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Whole time Directors.

### **Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013**

Your Directors state that during the year under review, there were no cases / complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has complied with the provisions relating to the constitution of internal compliant committee as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to prevent, prohibit and provide redressal measures to women.

### **Statutory Auditors**

The Statutory Auditors M/s. Subramaniam Vasudev & Co., Chartered Accountants (Firm No : 004110S) appointed in the 27<sup>th</sup> Annual General Meeting retire at the conclusion of 32<sup>nd</sup> Annual General Meeting of the Company.

The Notes on financial statement referred to in the Auditor's Report are self-explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remark.

### **Report on performance and financial position of the subsidiaries, associates and joint ventures**

The Company has a Wholly Owned Subsidiary (WOS), Roots Multi Clean Inc., USA. During the year under review, the Board of Directors reviewed the affairs of the WOS and have in accordance with Section 129(3) of the Companies Act, 2013 prepared the consolidated financial statements of the Company and its WOS, which form part of this Report. Further, the report on the performance and financial position of WOS and salient features of their Financial Statements in the prescribed Form AOC-1 is annexed to this report.

### **Internal Auditor**

In accordance with the provisions of Section 138 of Companies Act 2013 read with Rule 13 of Companies (Accounts) Rules, 2014, the Audit Committee in its meeting held on 30<sup>th</sup> March 2021 recommended for the re-appointment of M/s. Astral Business Consulting LLP, as the Internal Auditor of the Company. The Board of Directors in their 129<sup>th</sup> meeting held on 30<sup>th</sup> March 2021, accepted the recommendation of the Audit Committee and consented to the re-appointment of M/s. Astral Business Consulting LLP, as the Internal Auditor of the Company for a further period of one year i.e., for the financial year ending 31<sup>st</sup> March 2022.

**Cost Records**

Cost records as specified by the Central Government under sub-section (i) of Section 148 of the Companies Act, 2013 is applicable to our Company and accordingly such accounts and records are made and maintained.

**Cost Auditors**

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and other applicable provisions the Audit Committee in its meeting held on 30<sup>th</sup> March 2021 recommended for the re-appointment of M/s. Ramakrishnan & Co., Cost Accountants (Firm no. 100285) Coimbatore as Cost Auditors of the Company for the year ending 31<sup>st</sup> March 2022. The Board of Directors in their 129<sup>th</sup> Meeting held on 30<sup>th</sup> March 2021 accepted the recommendation of the Audit Committee and has consented to the appointment and remuneration of M/s. Ramakrishnan & Co., Cost Accountants as Cost Auditors of the Company to conduct audit of Cost Accounting Records maintained in accordance with Companies (Cost Records and Audit) Rules 2014 for the financial year ending March 31, 2022. A proposal for ratification of remuneration of Cost Auditors for the financial year 2021-22 is placed before the Shareholders for ratification / approval.

**Dematerialisation of Securities of the Company**

In accordance with the Companies (Prospectus and Allotment of Securities) Third Amendment Rules, 2018 and its amendment thereof your Company has passed the necessary resolution in the 114<sup>th</sup> Meeting of Board of Directors held on 7<sup>th</sup> November 2017 for dematerialisation of the securities of the Company. In view of that, the Company has made arrangements with Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL) for dematerialisation of Company's Equity Shares. The International Security Identification Number (ISIN) allotted to the Equity Shares of the Company is INE01LF01013.

**Vigil Mechanism**

Provisions relating to Vigil Mechanism is not applicable to the Company as per the provisions of the Companies Act, 2013.

**Details in respect of frauds reported by Auditors under Section 143(12) of the Companies Act, 2013 other than those which are reportable to the Central Government**

There were no instances of frauds identified or reported by the Statutory Auditors during the course of their audit pursuant to Section 143(12) of the Companies Act, 2013.

**Particulars of Employees as per [Rule 5(2) and Rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel Rules), 2014]**

During the year under review, there were no employees drawing remuneration in excess of limit specified under Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof**

Not Applicable.

**Details of application made or any proceeding pending under the insolvency and bankruptcy code, 2016 during the year along with their status as at the end of the financial year**

Not Applicable.

**Change in Nature of Business**

There was no change in the nature of the business.

**Material Changes**

No material changes and commitment affecting the financial position of the Company occurred between the end of the financial year as on 31<sup>st</sup> March 2021 and the date of this Report.

**Significant and material orders passed by the Regulators or Courts or Tribunals**

There are no significant and material orders passed by the Regulators or Courts or Tribunals, which would impact the going concern status of the Company and its future operations.

**Directors' Responsibility Statement**

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your Directors confirm that:

- a) in the preparation of the annual accounts for the year ended March 31, 2021, the applicable accounting standards have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2021 and of the profit of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the accounts on a going concern basis;
- e) the Directors have laid down internal financial controls, which are adequate and are operating effectively.
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**Acknowledgement**

Your Board wishes to thank its customers, vendors, bankers, Government authorities, associates, shareholders and employees for their continued support for the growth of the Company.

For and on behalf of the Board

Coimbatore

Date: 27.07.2021

**K. Ramasamy**  
Executive Chairman  
(DIN 00034360)

**Annexure – 1****RELATED PARTY TRANSACTIONS**

All transactions entered by the Company with Related Parties were in the ordinary course of business and at arm's length pricing basis. The Audit Committee granted omnibus approval for the transactions (which are repetitive in nature) and the same was reviewed by the Audit Committee and the Board of Directors.

**POLICY ON RELATED PARTY TRANSACTIONS**

The broad Policy covering various aspects of review, approval mechanism and implementation is described below:

**I) APPROVING AUTHORITY:****A. BY THE AUDIT COMMITTEE:**

Under the Companies Act, 2013:

Any transaction or any subsequent modification of transactions of the Company with related parties shall require the approval of the Audit Committee at a Meeting of the Audit Committee or by circulation.

**B. BY THE BOARD OF DIRECTORS:**

Under the Companies Act, 2013:

All "Related Party Transactions which are not in ordinary course of business or not at an arm's length" shall require the prior approval of the Board of Directors at a Meeting of the Board and cannot be passed by circulation.

**C. BY THE SHAREHOLDERS:**

Under the Companies Act, 2013:

All "Related Party Transactions which are not in ordinary course of business or not at an arm's length" and exceeding the prescribed criteria under Section 188 of the Companies Act, 2013 shall require prior approval of the Shareholder's by means of a special resolution passed at a General Meeting or through postal ballot.

In case of Wholly Owned Subsidiary, the special resolution passed by the Company shall be sufficient (for the Wholly Owned Subsidiary Company) for the purpose of entering into the transactions between the Wholly Owned Subsidiary and the Company.

For and on behalf of the Board

Coimbatore

Date: 27.07.2021

**K. Ramasamy**

Executive Chairman  
(DIN 00034360)

## **Annexure – 2**

### **Annual Report on Corporate Social Responsibility (CSR) Activities**

#### **1. A brief outline on the CSR Policy:**

##### **CSR POLICY**

Roots Multiclean Ltd. has committed to undertake Corporate Social Responsibility activities in integration with its Culture, Values, Ethics, Tradition and Spirituality with augmented Commitment to contribute for the social well being.

The focus shall be on the Environment combined with Cleanliness, Health & Hygiene and Education covering financial assistance to education at all levels, particularly in the rural areas including the provisions of infrastructures & amenities for promoting education among the youth of the nation, besides catering to the welfare benefit of senior citizens and also eradicating hunger.

##### **Environment Includes:**

- Protection of Environment, Flora & Fauna
- Prevention of pollution
- Creating awareness on the Environmental protection
- Personal Health and Hygiene awareness and promotion
- Social Health and Hygiene awareness and promotion
- Cleanliness in Public places
- Conservation of natural resources and maintaining quality of soil, air and water

##### **Education includes:**

- Education to all
- Providing the basic amenities to the Rural schools
- Sponsoring the poor, needy & brilliant students for their education

##### **Health care includes:**

- Promoting Health Care
- Promoting Preventive Health Care
- Sanitation

##### **Welfare benefit to Senior Citizens:**

- setting up of old age homes, day care centres and such other facilities for senior citizens

##### **Eradicating hunger:**

- Eradicating hunger, poverty and malnutrition

The above CSR activities will be carried out through employee and employer involvement and contributions. The Management shall contribute in terms of financial support and the employees by way of services.

The field of CSR shall be flexible based on the needs of our society.

**2. Composition of the CSR Committee:**

	Name of Director	Designation	Number of meetings of CSR Committee held during the year	Number of Meetings of CSR Committee attended during the year
1	Sri R Varun Karthikeyan	Vice Chairman & Managing Director	2	2
2	Sri P T Kuppaswamy	Director	2	2
3	Sri K Ravi	Director	2	2

**3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board is disclosed on the website of the company:**

CSR Policy: <https://www.rootsmulticlean.com/csr-policy/>

CSR Committee: <https://www.rootsmulticlean.com/csr-committee/>

**4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:**

Not Applicable

**5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:**

Nil

**6. Average Net Profit of the Company as per Section 135 (5):**

Average net profit of the Company for last three financial years is Rs.3348.85 Lakhs.

**7. a) Two percent of average net profit of the company as per Section 135(5):** Rs.66.98 Lakhs

b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil

c) Amount required to be set off for the financial year, if any: Nil

d) Total CSR obligation for the financial year (7a + 7b-7c) : Rs.66.98 Lakhs

**8. (a) CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
67.19 Lakhs	Nil				

**(b) Details of CSR amount spent against ongoing projects for the financial year:**

1	2	3	4	5		6	7	8	9	10	11	
S.No.	Name of the Project	Item from the list of activities In Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project Duration	Amount allocated for the project (in Rs.)	Amount Spent in the Current Financial Year (in Rs.)	Amount Transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation Direct (Yes/No)	Mode of implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
Nil												

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4	5	6	7	8	
							Name	CSR Registration number
S. No.	Name of the Project	Item from the list of activities In Schedule VII to the Act	Local area (Yes/ No)	Location of the project District, State	Amount spent for the Project (in Rs. Lakhs)	Mode of Implementation Direct (Yes/No)	Mode of implementation -Through Implementing Agency	
1	Avinashi Road-Cleaning	Protection of Environment	Yes	Coimbatore, Tamil Nadu	21.42	Yes. Direct	-	-
2	Infrastructure to Rural Hospital	Promoting preventive Health Care	Yes	Coimbatore, Tamil Nadu	20.00	No. Through Registered Trust	Peruraadheenam Seervalarseer Santhalinga Ramasamy Adigalar Trust, Coimbatore	-
3	Education for Women	Education and Preventive Healthcare	Yes	Coimbatore Tamil Nadu	8.00	No. Through Registered Trust	Indian Red Cross Society, Coimbatore	CSR00009225
4	Education for Tribes Children	Education and Eradicating Poverty	Yes	Chennai Tamil Nadu	5.00	No. Through Registered Trust	Single Teacher Schools, Swami Vivekanandha Rural Development Society, Chennai	-
5	Covid-19	Promoting preventive Health Care	Yes	Coimbatore Tamil Nadu	2.77	Yes. Direct	-	-
6	Orphanage Child Welfare	Eradicating hunger, poverty and malnutrition	Yes	Coimbatore Tamil Nadu	10.00	No. Through Registered Trust	The Sevashram Trust, Sadguru Sevashram, Coimbatore	CSR00008017
		TOTAL			67.19			

(d) Amount spent on Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Nil

(f) Total amount spent for the Financial Year (8b + 8c + 8d + 8e): Rs. 67.19 Lakhs

(g) Excess amount for set off, if any:

S.No.	Particulars	Amount (Rs. in Lakhs)
(i)	Two percent of average net profit of the company as per Section 135(5)	66.98
(ii)	Total amount spent for the Financial Year	67.19
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.21
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii) - (iv)]	0.21

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years (in Rs.)
				Name of the Fund	Amount (in Rs.)	Date of Transfer	
Nil							

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in Which the project was commenced	Project duration	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year (in Rs.)	Cumulative amount spent at the end of reporting Financial Year (in Rs.)	Status of the project - Completed / Ongoing
Nil								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Nil

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5): Not Applicable

Coimbatore  
Date: 27.07.2021

**R.Varun Karthikeyan**  
Vice Chairman & Managing Director  
(DIN 00585158)

**P.T. Kuppuswamy**  
Chairman - CSR Committee  
(DIN 00032309)

**Subramaniam Vasudev and Co.,**  
Chartered Accountants

SAUBHAGYA, 168, Second Agraharam  
Salem - 636 001

11, Second Street, Dr. Tirumurthi Nagar  
Nungambakkam, Chennai – 600 034

**Independent Auditors' Report**

**To the Members of Roots Multiclean Ltd.,**

**Report on the Audit of the Standalone Financial Statements**

**Opinion**

We have audited the standalone financial statements of Roots Multiclean Ltd., ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2021, the Statement of Profit and Loss and Statement of cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and profit and its cash flows for the year ended on that date.

**Basis for Opinion**

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

**Responsibility of Management for Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act, with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditors' Responsibilities for the Audit of the Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 Act, we are also responsible for expressing our opinion on whether the Company has internal financial controls with reference to financial statements 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.

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

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure-A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- (a) 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.
- (b) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (c) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (d) On the basis of written representations received from the Directors as on March 31,2021 taken on record by the Board of Directors, none of the Directors is disqualified as on March 31,2021 from being appointed as a Director in terms of Section 164(2) of the Act.
- (e) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure -B".
- (f) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - a. The Company has disclosed the impact of pending litigations on its financial position in its financial statements;
  - b. The Company did not have any material foreseeable losses in long-term contracts including derivative contracts.
  - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Place : Chennai  
Date : 27.07.2021

For **Subramaniam Vasudev and Co.,**  
Chartered Accountants  
Firm No: 004110S  
(R. Vasudev)  
Partner  
M.No. 018342  
(UDIN 21018342AAAAAQ7677)

**ANNEXURE -'A' to the Independent Auditor's Report****Annexure referred to in our report of even date to the members of Roots Multiclean Ltd on the Financial Statements for the year ended 31<sup>st</sup> March 2021**

- i) In respect of its fixed assets:
  - (a) The Company has maintained proper records showing in most cases, full particulars including quantitative details and situation of its fixed assets.
  - (b) The Company has program of verification of fixed assets to cover all the items in a phased manner over a period of three years which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were identified on such verification.
  - (c) According to the information and explanations given to us by the management, the title deeds of immovable properties included in fixed assets are held in the name of the Company.
- ii) The Management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- iii) According to the information and explanations given to us, we are of the opinion that the rate of interest and terms and conditions of loan granted by the Company to its Wholly Owned Subsidiary Company in which two of the Directors are interested, are not prima facie prejudicial to the interest of the Company.
- iv) 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 Act, in respect of loans, investments, guarantees and securities.
- v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of the Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi) We have broadly reviewed the books of account and records maintained by the Company pursuant to the rules made by the Central Government for maintenance of cost records under sub-section (1) of Section 148 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have, however not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- vii) According to the information and explanations given to us and on the basis of our examination of the books of account and records:
  - a. The Company has been generally regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income tax, Goods and Services Tax and other Statutory Dues with the appropriate authorities. According to the information and explanations given to us, there are no undisputed amounts payable in respect of the above were in arrears as at 31<sup>st</sup> March, 2021 for a period of more than 6 months from the date on when they become payable.

- b. Details of dues of Customs duty, Income Tax and Goods and Services Tax which have not been deposited as on 31<sup>st</sup> March, 2021 on account of disputes are as follows:

S.No.	Particulars	Financial year to which the matter relates	Forum where dispute is pending	Amount (Rs.)
1	Income Tax	2004-05	CIT Appeal	3,42,278
2	Income Tax	2009-10	CIT Appeal	2,01,565
3	Goods and Services Tax	2017-18	Sales Tax Department, Gujarat	5,32,800

- viii) 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 taken any loan either from financial institutions or from the Government and has not issued any debentures.
- ix) Based upon the audit procedures performed and as per 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. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company and hence not commented upon.
- x) Based upon the audit procedures performed and according to 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.
- xi) 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 Act.
- xii) In our opinion, the Company is not a Nidhi Company. Therefore the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- xiii) In our opinion, all transactions with the related parties are in accordance with Section 177 and 188 of the Act and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv) Based upon the Audit procedures performed and the information and explanations given by the management, the Company has not made any preferential allotment or private placement of Shares or fully or partially convertible debentures during the year under review. Accordingly, the provisions of the Clause 3(xiv) of the Order are not applicable to the Company and hence not commented upon.
- xv) 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 them, as covered under Section 192 of the Act. Accordingly, the provisions of the Clause 3(xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi) 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 the Clause 3(xvi) of the Order are not applicable to the Company and hence not commented upon.

Place : Chennai  
Date : 27.07.2021

For **Subramaniam Vasudev and Co.,**  
Chartered Accountants  
Firm No: 004110S  
(R. Vasudev)  
Partner  
M.No. 018342  
(UDIN 21018342AAAAAQ7677)

**“Annexure B” to the Independent Auditors’ Report of even date on the Standalone Financial Statements of Roots Multiclean Ltd****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 Roots Multiclean Ltd (“the Company”) as of March 31, 2021 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 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 Act.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls, issued by ICAI. 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 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 with reference to financial statements over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the Auditor’s judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

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

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

A Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records

that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

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

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

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, internal financial controls with reference to financial statements over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, 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 ICAI.

Place : Chennai  
Date : 27.07.2021

For **Subramaniam Vasudev and Co.,**  
Chartered Accountants  
Firm No: 004110S  
(R. Vasudev)  
Partner  
M.No. 018342  
(UDIN 21018342AAAAAQ7677)

**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2021**

Particulars	Note	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	1	<b>2,00,00,000</b>	2,00,00,000
Reserves and Surplus	2	<b>1,74,13,76,573</b>	1,55,63,78,900
		<b>1,76,13,76,573</b>	1,57,63,78,900
<b>Non-Current Liabilities</b>			
Long-term borrowings	3	<b>15,99,14,007</b>	19,78,26,865
Deferred tax liabilities (Net)	4	<b>2,99,77,378</b>	2,68,66,189
		<b>18,98,91,385</b>	22,46,93,054
<b>Current Liabilities</b>			
Short-term borrowings	5	<b>19,87,22,949</b>	25,54,15,902
Trade payables	6		
(a) Outstanding dues of Micro and Small Enterprises		<b>5,49,76,888</b>	3,67,49,998
(b) Outstanding dues of Creditors other than Micro and Small Enterprises		<b>20,39,93,573</b>	16,08,78,895
Other current liabilities	7	<b>18,77,87,354</b>	13,44,05,720
Short-term provisions	8	<b>22,25,86,809</b>	14,93,71,246
		<b>86,80,67,573</b>	73,68,21,761
<b>TOTAL</b>		<b>2,81,93,35,531</b>	2,53,78,93,715
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant and Equipment	9		
(i) Tangible Assets	9A	<b>95,86,98,294</b>	62,83,92,891
(ii) Intangible Assets	9B	<b>2,24,15,122</b>	3,17,89,691
(iii) Capital work-in-progress	9C	<b>5,79,39,053</b>	30,38,56,738
Non-current investments	10	<b>14,85,40,715</b>	11,15,65,715
Long term loans and advances	11	<b>4,29,69,042</b>	3,65,35,466
		<b>1,23,05,62,226</b>	1,11,21,40,501
<b>Current Assets</b>			
Inventories	12	<b>52,68,86,875</b>	62,11,15,264
Trade receivables	13	<b>85,08,53,621</b>	65,09,89,346
Cash and Cash Equivalents	14	<b>7,73,99,789</b>	2,10,23,163
Short-term loans and advances	15	<b>13,02,62,502</b>	11,31,76,995
Other current assets	16	<b>33,70,518</b>	1,94,48,446
		<b>1,58,87,73,305</b>	1,42,57,53,214
<b>TOTAL</b>		<b>2,81,93,35,531</b>	2,53,78,93,715

Significant Accounting Policies and Notes on Financial Statements 1 to 39

 As per our report of even date  
 For Subramaniam Vasudev and Co.,  
 Chartered Accountants  
 Firm No.0041105

**R. Vasudev**

 Partner  
 Membership No. 018342  
 Chennai  
 Date : 27.07.2021

**K.Ramasamy**  
 Executive Chairman  
 (DIN 00034360)

**K.Ravi**  
 Director  
 (DIN 01590268)  
 Coimbatore

**R.Varun Karthikeyan**  
 Vice Chairman & Managing Director  
 (DIN 00585158)

**G.Balasubramaniam**  
 Company Secretary  
 (FCS 9699)  
 Date : 27.07.2021

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

Particulars	Note	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>INCOME</b>			
Revenue from operations	17	<b>2,20,42,39,035</b>	2,24,83,67,307
Other Income	18	<b>65,82,688</b>	42,65,501
<b>Total Revenue</b>		<b>2,21,08,21,723</b>	2,25,26,32,808
<b>EXPENDITURE</b>			
Cost of Materials Consumed	19	<b>69,48,74,112</b>	76,42,12,146
Purchase of Stock-in-Trade		<b>21,01,11,396</b>	24,84,45,358
Changes in Inventories of Finished goods, Work in Progress and Stock-in-Trade	20	<b>6,78,42,716</b>	(4,38,60,603)
Employee Benefits Expense	21	<b>46,64,33,327</b>	43,72,11,755
Other expenses	22	<b>40,51,64,102</b>	43,97,51,529
<b>Total Expenses</b>		<b>1,84,44,25,653</b>	1,84,57,60,185
<b>Earnings before interest, tax, depreciation and amortisations (EBITDA)</b>		<b>36,63,96,070</b>	40,68,72,623
Depreciation and Amortisation Expense	23	<b>7,64,52,701</b>	7,09,26,151
Finance costs	24	<b>2,93,34,507</b>	3,72,85,132
<b>Profit before Tax</b>		<b>26,06,08,862</b>	29,86,61,340
<b>Tax expenses</b>			
Current tax		<b>6,75,00,000</b>	7,80,00,000
Deferred tax	4	<b>31,11,189</b>	(30,27,242)
<b>Profit for the year</b>		<b>18,99,97,673</b>	22,36,88,582
<b>Earnings per equity share (Face Value of Share Rs.10/- each)</b>			
Basic and Diluted	25	<b>95.00</b>	111.84

Significant Accounting Policies and Notes on Financial Statements 1 to 39

As per our report of even date  
For Subramaniam Vasudev and Co.,  
Chartered Accountants  
Firm No.004110S

**R. Vasudev**  
Partner  
Membership No. 018342  
Chennai  
Date : 27.07.2021

**K.Ramasamy**  
Executive Chairman  
(DIN 00034360)

**K.Ravi**  
Director  
(DIN 01590268)  
Coimbatore

**R.Varun Karthikeyan**  
Vice Chairman & Managing Director  
(DIN 00585158)

**G.Balasubramaniam**  
Company Secretary  
(FCS 9699)  
Date : 27.07.2021

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

Particulars	2020-21 (Rs.)	2019-20 (Rs.)
<b>Net Profit before Tax and Extra ordinary items</b>	<b>26,06,08,862</b>	29,86,61,340
<b>Adjustments for</b>		
Depreciation	7,64,52,701	7,09,26,151
Finance Costs	2,93,34,507	3,72,85,132
Interest received on Fixed Deposits	(25,60,941)	(9,45,269)
Interest Income from Roots Multiclean Inc., USA (WOS)	(28,63,308)	(21,96,170)
Dividend Income	(1,73,000)	(1,73,000)
(Profit) / Loss on Sale of Assets	5,39,552	(3,81,654)
Agricultural Expenses (Net)	<u>8,95,404</u>	<u>15,32,217</u>
	<b>36,22,33,777</b>	40,47,08,747
<b>Add : Adjustment for</b>		
Increase / (Decrease) in Trade Payables	6,13,41,568	(9,87,67,749)
Increase / (Decrease) in Short Term Provisions	7,32,15,563	(4,23,55,240)
Increase / (Decrease) in Other Current Liabilities	3,04,01,485	(2,45,13,062)
(Increase) / Decrease in Inventories	9,42,28,389	88,69,497
(Increase) / Decrease in Other Current Assets	1,60,77,928	(53,94,365)
(Increase) / Decrease in Receivables	(19,98,64,275)	4,49,64,392
(Increase) / Decrease in Short-Term Loans and Advances	<u>(97,51,744)</u>	<u>3,45,19,259</u>
<b>Cash generated from operations</b>	<b>42,78,82,691</b>	32,20,31,479
Income Tax	<u>(6,75,00,000)</u>	<u>(7,80,00,000)</u>
<b>I. Net Cash from operating activities (A)</b>	<b>36,03,82,691</b>	24,40,31,479
<b>II. Cash flow from (used in) Investing activities</b>		
Capital expenditure including capital advance	(44,93,49,573)	(34,55,31,336)
(Increase) / Decrease in Long Term Advance - Deposit	64,33,576	2,31,66,925
Proceeds from Sale of assets	28,44,77,020	13,16,127
Interest received on Fixed Deposits	25,60,941	9,45,269
Investment in Roots Multiclean Inc., USA (Wholly Owned Subsidiary)	(3,69,75,000)	-
Loan to Roots Multiclean Inc., USA - (Wholly Owned Subsidiary)	(73,33,763)	(50,21,385)
Interest from Roots Multiclean Inc., USA - (Wholly Owned Subsidiary)	28,63,308	21,96,170
Dividend Income	1,73,000	1,73,000
Agricultural Expenses (Net)	<u>(8,95,404)</u>	<u>(15,32,217)</u>
	<b>(B)</b>	<b>(19,80,45,895)</b>
<b>III. Cash flow from financing activities:</b>		
Increase / (Decrease) in Current and Non-Current Borrowings	(7,16,25,663)	12,14,21,612
Finance Costs	(2,93,34,507)	(3,72,85,131)
Dividend & Dividend Distribution Tax	<u>(50,00,000)</u>	<u>(60,27,766)</u>
<b>Net Cash Generated from financing activities (C)</b>	<b>(10,59,60,170)</b>	7,81,08,715
<b>Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>5,63,76,626</b>	(21,47,253)
Cash and Cash equivalents at the beginning of the period	<u>2,10,23,163</u>	<u>2,31,70,416</u>
<b>Cash and Cash equivalents at the end of the period</b>	<b>7,73,99,789</b>	2,10,23,163

As per our report of even date

 For Subramaniam Vasudev and Co.,  
 Chartered Accountants  
 Firm No.004110S

**R. Vasudev**

 Partner  
 Membership No. 018342  
 Chennai  
 Date : 27.07.2021

**K.Ramasamy**  
 Executive Chairman  
 (DIN 00034360)

**K.Ravi**  
 Director  
 (DIN 01590268)  
 Coimbatore

**R.Varun Karthikeyan**  
 Vice Chairman & Managing Director  
 (DIN 00585158)

**G.Balasubramaniam**  
 Company Secretary  
 (FCS 9699)  
 Date : 27.07.2021

**SIGNIFICANT ACCOUNTING POLICIES**

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**a. Property, Plant & Equipment**

Property, Plant & Equipment have been stated at cost net of accumulated depreciation and interest on Long Term Borrowings upto the date of commissioning has been Capitalised.

**b. Valuation of Inventories**

- i. Raw Materials and Bought out components have been valued at cost or at net realisable value whichever is lower.
- ii. In house fabricated components and work in progress have been valued at Raw Material Cost and in house activity cost / outside job order charges wherever applicable.
- iii. Finished Goods are valued at lower of cost or net realisable value.
- iv. Bought out items have been valued at lower of cost or net realisable value.
- v. Cost of inventories is generally calculated on yearly moving weighted average basis.

**c. Depreciation**

Tangible Assets other than land are depreciated on a pro rata basis based on the straight line method over the estimated useful lives of the assets considering the guide lines of part C of Schedule II of the Companies Act, 2013. Based on technical evaluation and assessment of useful lives the estimated useful life of following assets are considered less compared to the life prescribed under part C of the Schedule II of the Companies Act, 2013 and depreciated accordingly.

- Leased equipments - over a period of 3 years  
Storage Racks - over a period of 10 years  
Tools & Dies - over a period of 6 years

Following intangible assets have been amortised on straight line basis over their estimated useful lives as follows:  
Technical knowhow - over a period of 5 years : Computer Software - over a period of 6 years.

**d. Revenue Recognition**

- (i) Revenue has been accounted on accrual basis.
- (ii) Export Incentive under various schemes are recognised as income on certainty of realisation.
- (iii) Dividend is recognised in Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company and the amount of the dividend can be measured reliably.

**e. Investment:** Investment has been shown at cost.**f. R & D Expenses:** Revenue Expenditure on R & D is charged to profits for the year in which it is incurred.**g. Foreign Currency Transaction**

Transaction on account of import of raw materials, components and boughtout products are accounted based on the actual liability incurred if the transactions are settled within the accounting year. Such transactions not settled during the accounting year are accounted on rates prevailing on close of the accounting year. Export sales realisations are accounted at actuals and those not realised within the accounting year are stated at rates prevailing on close of the accounting year. Monetary items denominated in foreign currencies at the year end are restated at year end rates.

**h. Employee benefits**

- a) Short Term:** Short term employee benefits are charged off at the undiscounted amount in the year in which the related service is rendered.
- b) Post Retirement:** Post Retirement Benefits comprise of Provident Fund, Superannuation Fund and Gratuity which are accounted for as follows:
  - i) Provident Fund (Government PF): This is a defined contribution plan, and contributions made to the fund are charged to revenue. The Company has no further obligations for future Provident Fund benefits other than monthly contributions.
  - ii) Superannuation Fund: This is a defined contribution plan. The Company contributes a sum equivalent to defined contribution plan to eligible employee's salary towards superannuation fund administered by the Trustees and managed by Life Insurance Corporation of India (LIC). The Company has no further obligations for future superannuation benefits other than its annual contributions and recognises such contributions as expense in the year incurred.
  - iii) Gratuity: Gratuity is provided on discounted basis by the projected unit credit method on the basis of Actuarial Valuation, in conformity with the AS15. Gratuity is administered through Group Gratuity scheme with LIC.

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>1. SHARE CAPITAL</b>		
Authorised Share Capital (20,00,000 Equity Shares of Rs.10/- each)	<b>2,00,00,000</b>	2,00,00,000
Issued, Subscribed & Fully Paid up Capital		
20,00,000 Equity Shares of Rs.10/- each fully paid up	<b>2,00,00,000</b>	2,00,00,000
<b>1.1 Reconciliation of the Number of shares</b>		
Equity shares at the beginning of the year outstanding	<b>20,00,000</b>	20,00,000
Add : Issued during the Year	-	-
	<b>20,00,000</b>	20,00,000
Less : Buy back during the year	-	-
Equity Shares at the end of the year	<b>20,00,000</b>	20,00,000

**1.2** The Company has only one class of equity shares having a face value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share.

**1.3** There are no bonus shares issued / shares bought back during the year 2020-21.

**1.4** There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment as on 31<sup>st</sup> March 2021.

**1.5 Details of shareholders holding more than 5% shares**

S.No.	Name of the Shareholder	2020-21		2019-20	
		% of holding	No. of shares	% of holding	No. of shares
1	M/s Hako, GMBH	<b>26.00</b>	<b>5,20,000</b>	26.00	5,20,000
2	M/s Roots Industries India Ltd	<b>18.00</b>	<b>3,60,000</b>	18.00	3,60,000
3	Sri R Varun Karthikeyan	<b>17.89</b>	<b>3,57,860</b>	17.70	3,54,160
4	Sri K Ramasamy	<b>11.75</b>	<b>2,34,900</b>	11.75	2,34,900
5	M/s Roots Auto Products Private Ltd	<b>7.50</b>	<b>1,50,000</b>	7.50	1,50,000
6	Smt R Yokanayaki	<b>5.02</b>	<b>1,00,400</b>	5.02	1,00,400
	<b>Total</b>		<b>17,23,160</b>		17,19,460

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>2. RESERVES AND SURPLUS</b>		
<b>a. General Reserve</b>		
Opening Balance	1,35,22,91,400	1,15,22,91,400
Add : Transfer from Statement of Profit and Loss	<u>15,00,00,000</u>	<u>20,00,00,000</u>
	<b>1,50,22,91,400</b>	<b>1,35,22,91,400</b>
<b>b. Surplus in Statement of Profit and Loss</b>		
Opening Balance	20,40,87,500	18,64,26,684
Add : Profit for the year	18,99,97,673	22,36,88,582
Less : Appropriations:		
Equity dividend Paid *	(50,00,000)	(50,00,000)
Tax on equity dividend	-	(10,27,766)
Transferred to General Reserve	<u>(15,00,00,000)</u>	<u>(20,00,00,000)</u>
Net Balance	<u>23,90,85,173</u>	<u>20,40,87,500</u>
<b>Total</b>	<u><b>1,74,13,76,573</b></u>	<u><b>1,55,63,78,900</b></u>
* (Refer Note No.36)		

**3. LONG TERM BORROWINGS**
**Secured**

Term Loans from Bank	<u>15,99,14,007</u>	<u>19,78,26,865</u>
<b>Total</b>	<u><b>15,99,14,007</b></u>	<u><b>19,78,26,865</b></u>

**3.1 Term Loans - Secured - Long Term**

S.No.	Particulars	Limit Sanctioned (Rs.)	Type Of Security	Terms of Repayment	Amount Outstanding (in Rs.)	
					As at 31.03.2021 (Beyond One year)	As at 31.03.2020 (Beyond One year)
1	From Banks: HSBC	25,00,00,000	First Exclusive charge on the Fixed Assets funded out of the Term Loan	Quarterly	<b>14,81,25,000</b>	18,93,75,000
2	HDFC - Car Loan	1,61,00,000	Secured against first charge on Car Purchased out of the Auto Premium Loan	Monthly	<b>61,66,636</b>	84,51,865
3	Kotak Mahindra Prime Ltd. - Car Loan	1,01,00,000			<b>56,22,371</b>	-
<b>Total</b>		27,62,00,000			<b>15,99,14,007</b>	19,78,26,865

**Maturity Profile of Secured Term Loans**
**(Rs.)**

S. No.	Particulars	1-2 Years	2-3 Years	3-4 Years	Beyond 4 years	Total
1	HSBC	6,25,00,000	5,43,75,000	3,00,00,000	12,50,000	<b>14,81,25,000</b>
2	HDFC - Car Loan	22,54,396	22,33,801	16,78,439	–	<b>61,66,636</b>
3	Kotak Mahindra Prime Ltd. - Car Loan	34,75,582	21,46,789	–	–	<b>56,22,371</b>
	<b>Total</b>	<b>6,82,29,978</b>	<b>5,87,55,590</b>	<b>3,16,78,439</b>	<b>12,50,000</b>	<b>15,99,14,007</b>

**4. DEFERRED TAX LIABILITIES (NET)**

Particulars	Opening Balance 01.04.2020 (Rs.)	Added During the year (Rs.)	Reversed during the year (Rs.)	Closing Balance 31.03.2021 (Rs.)
<b>A. Deferred Tax Assets</b>				
Depreciation - Excess claimed in the Books	–	–	–	–
Other Expenses - Disallowance under tax laws	–	–	–	–
<b>Total</b>	–	–	–	–
<b>B. Deferred Tax Liability</b>				
Depreciation - Excess claimed in the IT - A	10,48,41,209	1,42,67,889	–	<b>11,91,09,098</b>
Other Expenses - Deferred Revenue - B	–	–	–	–
<b>TOTAL - (A + B)</b>	<b>10,48,41,209</b>	<b>1,42,67,889</b>	–	<b>11,91,09,098</b>
Net Deferred Tax Liability	2,68,66,189	–	–	<b>2,99,77,378</b>
Less: Opening Deferred Tax Liability	2,98,93,431	–	–	2,68,66,189
Net Deferred Tax Debited / (Credited) to Statement of P & L	–	<b>31,11,189</b>	–	–

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)
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**5. SHORT TERM BORROWINGS**
**SECURED**

Working Capital Loans - from Banks	<b>19,87,22,949</b>	25,54,15,902
<b>Total</b>	<b>19,87,22,949</b>	25,54,15,902

**Loans repayable on demand (Working Capital Loan)**

S.No	Particulars	Limit Sanctioned (Rs)	Type of Security	31.03.2021 (Rs.)	31.03.2020 (Rs.)
1	From Banks:- Indian Overseas Bank - Cash Credit	9,00,00,000	Secured against First Paripassu charge on Current Assets and Fixed Assets excluding Fixed Assets charged to Term Lenders of the Company	<b>4,36,15,922</b>	3,46,85,958
2	State Bank of India - Cash Credit - Working Capital Demand Loan	5,00,00,000		<b>56,62,036</b> <b>2,99,99,992</b>	3,41,60,045 -
3	Citi Bank - Cash Credit - Packing Credit - INR - Working Capital Demand Loan	22,00,00,000		<b>62,18,084</b> <b>8,40,00,000</b> -	1,11,81,939 7,67,36,182 8,00,00,000
4	HSBC - Packing Credit - INR - Cash Credit	11,00,00,000		<b>2,00,00,000</b> <b>92,26,915</b>	- 1,86,51,778
5	HDFC Bank - Working Capital Loan	3,00,00,000		-	-
6	ICICI Bank - Working Capital Loan	5,00,00,000		-	-
	<b>Total</b>	55,00,00,000		<b>19,87,22,949</b>	25,54,15,902

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>6. TRADE PAYABLES</b>		
a. Total outstanding Dues of Micro and Small Enterprises	<b>5,49,76,888</b>	3,67,49,998
b. Total outstanding Dues of Creditors other than Micro & Small Enterprises	<b>20,39,93,573</b>	16,08,78,895
<b>Total</b>	<b>25,89,70,461</b>	19,76,28,893

**Note:**
**DUES TO MICRO AND SMALL ENTERPRISES**

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act). The disclosures pursuant to the said MSMED Act are as follows:

Particulars		31.03.2021 (Rs.)	31.03.2020 (Rs.)
a	The principal amount remaining unpaid to any supplier at the end of the year	<b>5,49,76,888</b>	3,67,49,998
b	Interest due remaining unpaid to any supplier at the end of the year	Nil	Nil
c	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year	Nil	Nil
d	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	Nil	Nil
e	The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil
f	The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under Section 23 of MSMED Act, 2006	Nil	Nil

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on request made by the Company.

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>7. OTHER CURRENT LIABILITIES</b>		
1. Current Maturities of Long Term Borrowings	<b>6,67,76,167</b>	4,37,86,365
2. Interest accrued but not due	<b>46,144</b>	55,798
3. Unclaimed dividend	<b>3,46,003</b>	3,58,000
4. Creditors for Capital Expenditure	<b>1,25,87,242</b>	1,85,54,111
5. GST,TDS payable and advance from customers	<b>10,80,31,798</b>	7,16,51,446
<b>Total</b>	<b>18,77,87,354</b>	13,44,05,720
<b>8. SHORT TERM PROVISIONS</b>		
1. Provision for Salaries & Wages	<b>14,96,12,714</b>	9,86,46,879
2. Provision for Leave encashment	<b>35,00,000</b>	35,00,000
3. Income Tax Provisions (Net)	<b>4,72,46,655</b>	2,95,73,455
4. Provision for Warranties	<b>98,34,044</b>	65,76,455
5. Outstanding Expenses	<b>1,23,93,396</b>	1,10,74,457
<b>Total</b>	<b>22,25,86,809</b>	14,93,71,246

**Standalone Financial Statements**
**9. PROPERTY, PLANT AND EQUIPMENT**

Particulars	Gross Block		Depreciation		Net Block			
	As on 31.03.2020 (Rs.)	Additions / (Deletions) (Rs.)	As on 31.03.2021 (Rs.)	Upto 31.03.2020 (Rs.)	For the year / (Withdrawal) (Rs.)	Upto 31.03.2021 (Rs.)	As on 31.03.2021 (Rs.)	As on 31.03.2020 (Rs.)
<b>A. TANGIBLE ASSETS</b>								
Land	10,86,22,560	-	<b>10,86,21,395</b>	-	-	-	<b>10,86,21,395</b>	10,86,22,560
		(1,165)						
Building	23,41,28,098	29,34,09,705	<b>52,75,37,803</b>	4,45,65,377	96,73,615	<b>5,42,38,992</b>	<b>47,32,98,811</b>	18,95,62,721
Plant & Machinery	19,98,55,307	5,64,74,892	<b>25,63,30,199</b>	7,36,52,691	1,52,67,134	<b>8,89,19,825</b>	<b>16,74,10,374</b>	12,62,02,616
Leased Equipments	1,19,46,126	-	<b>1,19,46,126</b>	1,13,48,820	-	<b>1,13,48,820</b>	<b>5,97,306</b>	5,97,306
Wind Mill	7,26,53,303	-	<b>7,26,53,303</b>	6,00,97,702	10,03,269	<b>6,11,00,971</b>	<b>1,15,52,332</b>	1,25,55,601
Tools,Dies & Moulds	23,59,95,801	98,60,770	<b>24,58,56,571</b>	16,40,33,100	1,57,95,269	<b>17,98,28,369</b>	<b>6,60,28,202</b>	7,19,62,701
Electrical Equipments	2,50,52,903	1,05,39,583	<b>3,55,92,486</b>	1,48,68,612	22,64,057	<b>1,71,32,669</b>	<b>1,84,59,817</b>	1,01,84,291
Measuring Instruments Fixtures etc	76,41,146	17,000	<b>76,58,146</b>	44,51,576	5,37,097	<b>49,88,673</b>	<b>26,69,473</b>	31,89,570
Storage Racks	2,04,75,985	84,65,280	<b>2,89,41,265</b>	1,28,59,999	16,98,020	<b>1,45,58,019</b>	<b>1,43,83,246</b>	76,15,986
Vehicles	11,06,72,135	1,62,91,696	<b>12,11,40,064</b>	4,36,79,357	1,25,00,218	<b>5,33,97,767</b>	<b>6,77,42,297</b>	6,69,92,778
		(58,23,767)			(27,81,808)			
Furniture & Fittings	2,48,22,457	1,40,371	<b>2,49,62,828</b>	1,48,66,647	14,27,980	<b>1,62,94,627</b>	<b>86,68,201</b>	99,55,810
Office & Misc. Equipments	2,24,22,023	16,18,216	<b>2,40,40,239</b>	1,17,60,675	15,82,160	<b>1,33,42,835</b>	<b>1,06,97,404</b>	1,06,61,348
Computer	5,50,65,869	27,01,034	<b>5,77,66,903</b>	4,47,76,266	44,21,201	<b>4,91,97,467</b>	<b>85,69,436</b>	1,02,89,603
<b>TOTAL - A</b>	<b>1,12,93,53,713</b>	<b>39,95,18,547</b>	<b>1,52,30,47,328</b>	<b>50,09,60,822</b>	<b>6,61,70,020</b>	<b>56,43,49,034</b>	<b>95,86,98,294</b>	<b>62,83,92,891</b>
		(58,24,932)			(27,81,808)			
<b>B. INTANGIBLE ASSETS</b>								
Computer Software	3,21,76,002	9,08,112	<b>3,30,84,114</b>	1,20,04,014	43,90,828	<b>1,63,94,842</b>	<b>1,66,89,272</b>	2,01,71,988
Technical Know-How	5,69,59,262	-	<b>5,69,59,262</b>	4,53,41,559	58,91,853	<b>5,12,33,412</b>	<b>57,25,850</b>	1,16,17,703
<b>TOTAL - B</b>	<b>8,91,35,264</b>	<b>9,08,112</b>	<b>9,00,43,376</b>	<b>5,73,45,573</b>	<b>1,02,82,681</b>	<b>6,76,28,254</b>	<b>2,24,15,122</b>	<b>3,17,89,691</b>
<b>C. CAPITAL WORK-IN-PROGRESS</b>	<b>30,38,56,738</b>	<b>3,60,55,763</b>	<b>5,79,39,053</b>	-	-	-	<b>5,79,39,053</b>	<b>30,38,56,738</b>
		(28,19,73,448)						
<b>GRAND TOTAL (A + B + C)</b>	<b>1,52,23,45,715</b>	<b>43,64,82,422</b>	<b>1,67,10,29,757</b>	<b>55,83,06,395</b>	<b>7,64,52,701</b>	<b>63,19,77,288</b>	<b>1,03,90,52,469</b>	<b>96,40,39,320</b>
		(28,77,98,380)			(27,81,808)			

Particulars	Standalone Financial Statements	
	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>10. NON-CURRENT INVESTMENTS</b>		
<b>Unquoted Investments (valued at cost)</b>		
1,73,000 Equity shares of Rs. 10/- each fully paidup in Roots Precision Products P. Ltd	<b>17,30,000</b>	17,30,000
1,34,127 Equity shares of Rs. 10/- each fully paidup in Roots Cast Pvt. Ltd	<b>60,35,715</b>	60,35,715
21,000 Equity shares of USD 100 each fully paidup in Roots Multiclean Inc, USA, WOS, (Previous Year-16,000 shares-fully paid-up)	<b>14,07,75,000</b>	10,38,00,000
<b>Total</b>	<b>14,85,40,715</b>	11,15,65,715
<b>Aggregate amount of unquoted Investments</b>	<b>14,85,40,715</b>	11,15,65,715
<b>11. LONG TERM LOANS &amp; ADVANCES</b>		
(Unsecured, Considered Good)		
1. Capital Advances	<b>50,61,334</b>	58,97,348
2. Deposits - EB, Sales Tax and Telephone	<b>41,17,560</b>	41,81,733
3. Loan to Roots Multiclean Inc., USA - (Wholly Owned Subsidiary)#	<b>3,37,90,148</b>	2,64,56,385
<b>Total</b>	<b>4,29,69,042</b>	3,65,35,466
# Disclosure as per Section 186: Subsidiary to meet their working capital requirements. The Loan carries interest rate of 11% p.a. for USD 1,65,000 and 9.00% for USD 2,25,000(Previous Year - The Loan carries interest rate of 11% p.a. for USD 1,65,000 and 9.00% for USD 1,50,000) . Interest is accrued every year but due for payment at the time of repayment of the loan.		
<b>12. INVENTORIES</b>		
(As certified by the Management)		
1. Raw materials, Boughtout & Components	<b>28,67,59,675</b>	31,45,60,636
2. Goods in transit - Raw Materials	<b>8,22,945</b>	2,67,083
3. Work in Progress	<b>6,59,95,094</b>	5,73,73,712
4. Finished Goods	<b>7,26,17,334</b>	10,98,77,462
5. Stock-in-Trade	<b>9,43,43,858</b>	13,35,47,829
6. Packing Materials	<b>38,65,403</b>	37,69,424
7. Consumables and Stores	<b>24,82,566</b>	17,19,118
<b>Total</b>	<b>52,68,86,875</b>	62,11,15,264

**Valuation of Inventory:**

- Raw Materials and Bought out components have been valued at cost or at net realisable value whichever is lower.
- In house fabricated components and work in progress have been valued at Raw Material Cost and in house activity cost / outside job order charges wherever applicable.
- Finished Goods are valued at lower of cost or net realisable Value.
- Cost of inventories is generally calculated on yearly moving weighted average basis.

Particulars	Standalone Financial Statements	
	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>13. TRADE RECEIVABLES*</b> (unsecured considered good)		
Exceeding Six months	<b>8,35,66,569</b>	16,91,40,764
Less than Six Months	<b>76,72,87,052</b>	48,18,48,582
Considered Doubtful	<b>2,30,38,475</b>	1,58,84,823
	<b>87,38,92,096</b>	66,68,74,169
Less: Provision for Doubtful Debts	<b>(2,30,38,475)</b>	(1,58,84,823)
<b>Total</b>	<b>85,08,53,621</b>	65,09,89,346
* Trade Receivables includes Due from following Group Concerns in which the Directors are interested.		
1. Hako Group of Companies	<b>1,93,03,706</b>	1,69,04,758
2. Swami Satchidananda Foundation	<b>26,243</b>	–
3. Roots Multiclean Inc., USA (WOS)	<b>64,39,644</b>	–
<b>14. CASH AND CASH EQUIVALENTS</b>		
1. Cash on hand	<b>25,35,468</b>	7,56,436
2. Balance With Banks*	<b>63,20,104</b>	48,61,426
3. Deposit with Banks - Fixed Deposits	<b>5,08,98,812</b>	–
- held as Margin Money against Bank Guarantee	<b>1,76,45,405</b>	1,54,05,301
<b>Total</b>	<b>7,73,99,789</b>	2,10,23,163
* Balance with banks includes unpaid dividend	<b>3,46,003</b>	3,58,000
<b>15. SHORT TERM LOANS AND ADVANCES</b> (Unsecured, Considered Good)		
1. Prepaid Expenses	<b>39,86,881</b>	37,28,540
2. Balances with GST, TDS / Government Authorities	<b>9,27,05,089</b>	7,57,95,741
3. Advances to Suppliers	<b>3,35,70,532</b>	3,36,52,714
<b>Total</b>	<b>13,02,62,502</b>	11,31,76,995
<b>16. OTHER CURRENT ASSETS</b>		
1. Export Incentive Receivables (DBK & MEIS)	<b>31,21,445</b>	1,25,78,420
2. Rebate Receivable on Export	<b>2,49,073</b>	68,70,026
<b>Total</b>	<b>33,70,518</b>	1,94,48,446

Particulars	Standalone Financial Statements	
	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>17. REVENUE FROM OPERATIONS</b>		
<b>Revenue from Manufactured Products</b>		
Domestic	1,22,95,69,158	1,19,17,27,627
Export	<u>47,95,37,879</u>	<u>1,70,91,07,037</u>
<b>Revenue from Traded products</b>		
Domestic	39,86,20,366	40,14,31,657
Export	<u>1,65,52,520</u>	<u>41,51,72,886</u>
<b>Revenue from sale of services</b>		
Annual Maintenance Charges	4,02,86,186	5,23,89,204
Service Charges Received	1,06,15,322	91,75,275
Operation & Maintenance Charges	1,00,09,129	59,28,793
Commission Received	10,04,198	70,05,257
Machinery Lease Rent	<u>-</u>	<u>6,19,14,835</u>
<b>Other Operating Revenue</b>		
Export Incentive	1,08,36,550	2,99,74,874
Wind Mill Income	72,07,727	33,84,569
Foreign exchange gain	<u>-</u>	<u>19,03,389</u>
<b>Total</b>	<u>2,20,42,39,035</u>	<u>2,24,83,67,307</u>
<b>18. OTHER INCOME (Non Operating Revenue)</b>		
Interest Income	54,24,249	31,41,439
Profit on Sale of Fixed Assets	5,26,206	4,31,662
Dividend Income	1,73,000	1,73,000
Agriculture Income	1,14,992	1,36,600
Rent Received	<u>3,44,241</u>	<u>3,82,800</u>
<b>Total</b>	<u>65,82,688</u>	<u>42,65,501</u>

Particulars	Standalone Financial Statements	
	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>19. COST OF MATERIALS CONSUMED</b>		
1. Consumption of Raw materials, Boughtout & Components	67,42,41,625	73,49,33,726
2. Consumption of Packing Materials	2,06,32,487	2,92,78,420
<b>Total</b>	<b>69,48,74,112</b>	<b>76,42,12,146</b>
<b>1. Consumption of Raw materials, Boughtout &amp; Components</b>		
Opening stock of Raw materials, Boughtout & Components	31,48,27,719	36,67,50,771
Add: Purchases during the year	64,94,79,092	68,30,10,674
	96,43,06,811	1,04,97,61,445
Less: Closing stock of Raw materials, Boughtout & Components	29,00,65,186	31,48,27,719
<b>Total</b>	<b>67,42,41,625</b>	<b>73,49,33,726</b>
<b>2. Consumption of Packing Materials</b>		
Opening stock of Packing Materials	37,69,424	42,58,282
Add: Purchases during the year	2,07,28,466	2,87,89,562
	2,44,97,890	3,30,47,844
Less: Closing stock of Packing Materials	38,65,403	37,69,424
<b>Total</b>	<b>2,06,32,487</b>	<b>2,92,78,420</b>
<b>20. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE</b>		
1. Finished goods	3,72,60,127	(93,29,692)
2. Work-in-progress	(86,21,382)	(2,20,86,991)
3. Stock-in-Trade	3,92,03,971	(1,24,43,920)
<b>Total</b>	<b>6,78,42,716</b>	<b>(4,38,60,603)</b>
<b>1. Changes in inventories of finished goods</b>		
Opening stock of finished goods	10,98,77,461	10,05,47,769
Less: Closing stock of finished goods	7,26,17,334	10,98,77,461
<b>Total</b>	<b>3,72,60,127</b>	<b>(93,29,692)</b>
<b>2. Changes in inventories of work-in-progress</b>		
Opening stock of work-in-progress	5,73,73,712	3,52,86,721
Less: Closing stock of work-in-progress	6,59,95,094	5,73,73,712
<b>Total</b>	<b>(86,21,382)</b>	<b>(2,20,86,991)</b>
<b>3. Changes in inventories of Stock-in-Trade</b>		
Opening Stock-in-Trade	13,35,47,829	12,11,03,909
Less: Closing Stock-in-Trade	9,43,43,858	13,35,47,829
<b>Total</b>	<b>3,92,03,971</b>	<b>(1,24,43,920)</b>

Particulars	Standalone Financial Statements	
	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>21. EMPLOYEE BENEFITS EXPENSE</b>		
Salaries, wages and bonus	40,50,29,275	37,27,37,744
Contribution to Provident Fund, Gratuity and other funds	3,30,37,986	3,65,46,986
Employee Welfare expenses	1,13,36,083	1,24,30,590
Directors' Remuneration	1,70,29,983	1,54,96,435
<b>Total</b>	<b>46,64,33,327</b>	<b>43,72,11,755</b>
<b>Gratuity:</b>		
<b>Defined Benefit Plan - As on 31<sup>st</sup> March, 2021</b>		
<b>I Change in obligation during the year ended as at 31<sup>st</sup> March 2021</b>		
1 Present Value of Obligation as at beginning of the year	6,40,56,029	5,21,47,646
2 Interest cost	46,44,062	39,11,074
3 Current Service cost	1,19,56,078	67,99,537
4 Benefit payment	(16,15,389)	(16,87,851)
5 Actuarial (gain) / loss	(32,19,330)	28,85,623
6 Present value of Defined benefit Obligation at the end of the year	7,58,21,450	6,40,56,029
<b>II Change in the fair value of plan assets as at 31<sup>st</sup> March 2021</b>		
1 Fair Value of Plan Assets at beginning of the year	5,87,13,365	5,65,34,868
2 Expected return on plan assets	44,88,824	38,66,348
3 Contributions	94,75,807	-
4 Benefits paid	(16,15,389)	(16,87,851)
5 Actuarial (gain) / loss on plan assets	-	-
6 Fair value of plan assets at the end of year	7,10,62,607	5,87,13,365
<b>III Fair value of plan assets as at 31<sup>st</sup> March 2021</b>		
1 Fair Value of Plan Assets at beginning of the year	5,87,13,365	5,65,34,868
2 Actual return on plan assets	44,88,824	38,66,348
3 Contributions	94,75,807	-
4 Benefits paid	(16,15,389)	(16,87,851)
5 Fair value of plan assets at the end of year	7,10,62,607	5,87,13,365
6 Funded Status	(5,66,573)	(53,42,664)
7 Excess of Actual over estimated return on plan assets	-	-
<b>IV Actuarial (Gain) / Loss recognised as at 31<sup>st</sup> March 2021</b>		
1 Actuarial (gain) / loss on obligations	32,19,330	(28,85,623)
2 Actuarial (gain) / loss for the year - Plan assets	NIL	NIL
3 Actuarial (gain) / loss on obligations	(32,19,330)	28,85,623
4 Actuarial (gain) / loss recognised in the year	(32,19,330)	28,85,623
<b>V Net Asset / (Liability) recognised in the Balance sheet as at 31<sup>st</sup> March 2021</b>		
1 Present Value of Defined Benefit Obligation as at March 31, 2021	7,16,29,180	6,40,56,029
2 Fair value of plan assets as at March 31, 2021	7,10,62,607	5,87,13,365
3 Funded status	(5,66,573)	(53,42,664)
4 Net Asset / (Liability) as at March 31, 2021	(5,66,573)	(53,42,664)
<b>VI Expenses recognised in the Statement of Profit &amp; Loss for the year ended 31<sup>st</sup> March 2021</b>		
1 Current Service cost	1,19,56,078	67,99,537
2 Interest cost	46,44,062	39,11,074
3 Expected return on plan assets	(44,88,824)	(38,66,348)
4 Net actuarial (gain) / loss recognised in the year	(32,19,330)	28,85,623
5 Expenses recognised in Statement of Profit and Loss	88,91,986	97,29,886

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)	
<b>22. OTHER EXPENSES</b>			
<b>Manufacturing Expenses</b>			
Consumption of stores	1,83,35,914	1,71,41,859	
Power and fuel	1,47,75,020	1,50,84,754	
Operation & Maintenance Expenses	82,01,056	70,646	
Labour, Conversion and Testing Charges	4,85,61,492	4,58,32,372	
Carriage Inwards	28,36,334	58,11,218	
Repairs & Maintenance			
Building	33,57,553	68,27,071	
Machinery	48,12,157	60,43,570	
Computer / Software	1,38,69,397	1,10,20,142	
Electrical	19,76,643	35,37,978	
Office	54,44,377	47,40,070	
Factory	18,01,854	18,46,234	
Tool	82,94,514	31,42,480	12,10,98,394
<b>Selling and Distribution Expenses</b>			
Advertisement	5,40,659	6,99,431	
Freight outward	3,61,12,015	5,28,76,150	
ECGC Premium	3,65,909	4,26,432	
Sales Promotion / Demo Expenses	67,48,976	1,64,74,008	
Discounts	55,56,365	52,12,121	
Dealer Commission	33,05,235	20,89,941	
Travelling & Conveyance	3,80,22,315	7,42,27,431	
Royalty	1,92,56,200	2,50,91,263	
Warranty Claims & Allowances	98,34,043	75,46,455	18,46,43,232
<b>Establishment Expenses</b>			
Rent	2,46,04,509	2,53,62,472	
Insurance	73,11,079	61,26,218	
Rates and Taxes	1,12,82,387	33,43,772	
Payment to Statutory Auditors (Refer Note No.31)	4,76,000	3,96,000	
Postage, Courier & Telephone	54,73,772	47,89,948	
Electricity charges	13,95,297	16,50,439	
Directors Sitting Fees	2,10,000	1,60,000	
Vehicle Maintenance expenses	71,45,755	52,76,606	
Printing & Stationery	33,59,386	42,14,120	
Books & Periodicals	29,599	47,922	

**Standalone Financial Statements**

<b>Particulars</b>	<b>31.03.2021 (Rs.)</b>	<b>31.03.2020 (Rs.)</b>
Legal & Professional Charges	<b>1,43,11,124</b>	1,41,15,274
Donation	<b>5,58,902</b>	31,64,500
CSR Expenditure	<b>67,18,749</b>	63,66,457
Subscription & Membership	<b>9,24,680</b>	9,70,526
Loss on sale of assets	<b>10,65,758</b>	50,009
Loss on Foreign Exchange	<b>68,44,307</b>	-
Provision for Doubtful Debts	<b>71,53,652</b>	43,29,673
Agricultural Expenses	<b>10,10,396</b>	16,68,817
R & D Expenses	<b>5,32,80,722</b>	5,19,77,150
<b>Total</b>	<b><u>40,51,64,102</u></b>	<b><u>13,40,09,903</u></b>
<b>23. DEPRECIATION AND AMORTISATION EXPENSE</b>		
Depreciation of Tangible assets	<b>6,61,70,020</b>	5,89,00,425
Amortisation of Intangible assets	<b>1,02,82,681</b>	1,20,25,726
<b>Total</b>	<b><u>7,64,52,701</u></b>	<b><u>7,09,26,151</u></b>
<b>24. FINANCE COSTS</b>		
Interest expense	<b>1,87,45,972</b>	2,86,43,205
Other Borrowing costs	<b>63,32,423</b>	42,64,078
Applicable net loss/(gain) on foreign currency transactions & translation	<b>42,56,112</b>	43,77,849
<b>Total</b>	<b><u>2,93,34,507</u></b>	<b><u>3,72,85,132</u></b>
<b>25. EARNINGS PER EQUITY SHARE (EPS) - BASIC AND DILUTED</b>		
Profit after tax (A)	<b>18,99,97,673</b>	22,36,88,582
Number of equity shares (B)	<b>20,00,000</b>	20,00,000
Basic & Diluted EPS (A/B)	<b>95.00</b>	111.84
<b>26. CONTINGENT LIABILITY</b>		
Bank Guarantees / SBLC / LC / EPGC Furnished	<b>31,70,10,755</b>	20,55,29,667
<b>27. CAPITAL COMMITMENTS (Net of Advances)</b>		
	<b>2,73,06,250</b>	2,48,88,988
<b>28. CIF VALUE OF IMPORTS</b>		
1. Raw Materials & Packing Materials	<b>47,82,195</b>	53,06,798
2. Components & Spares	<b>16,55,44,006</b>	23,20,55,256
3. Stock-in-Trade & Bought out	<b>8,95,18,395</b>	8,29,93,872
4. Capital Goods	-	6,20,14,695

**Standalone Financial Statements**

Particulars	2020-21 Rs.	2019-20 Rs.		
<b>29. EXPENDITURE INCURRED IN FOREIGN CURRENCY</b>				
1. Foreign Travel	<b>8,55,689</b>	94,53,161		
2. Exhibition Expenses	-	37,86,868		
3. Commission	<b>9,64,382</b>	35,70,901		
4. Salary	<b>65,16,208</b>	64,55,815		
5. Legal & Professional charges	<b>33,76,193</b>	8,60,951		
6. R & D Expenditure	-	34,62,984		
7. Dividend	<b>13,00,000</b>	13,00,000		
Total Number of Non-Resident Shareholder	<b>1</b>	1		
Total Number of Shares held by them	<b>5,20,000</b>	5,20,000		
Year to which Dividend relates	<b>2019-20</b>	2018-19		
<b>30. EARNINGS IN FOREIGN EXCHANGE</b>				
1. Exports Sales - FOB Value	<b>49,55,45,007</b>	53,80,41,945		
2. Commission Received	<b>10,04,198</b>	70,05,257		
<b>31. PAYMENT TO STATUTORY AUDITORS</b>				
1. Statutory Audit fees	<b>3,00,000</b>	3,00,000		
2. Taxation Matters	<b>50,000</b>	50,000		
3. Certification and Other Fees	<b>1,26,000</b>	46,000		
<b>Total</b>	<b>4,76,000</b>	3,96,000		
<b>32. CONSUMPTION OF RAW MATERIALS, COMPONENTS ETC.</b>				
	2020-2021		2019-20	
	(Rs.)	%	(Rs.)	%
Imported	<b>12,38,18,565</b>	<b>18</b>	14,96,66,198	20
Indigenous	<b>55,04,23,060</b>	<b>82</b>	58,52,67,528	80
<b>Total</b>	<b>67,42,41,625</b>	<b>100</b>	73,49,33,726	100

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>33. DETAILS OF RESEARCH AND DEVELOPMENT EXPENSES</b>		
Development Expenses	3,33,43,423	3,01,51,544
Salary to R&D Staff	1,99,37,299	2,18,25,606
<b>Total</b>	<b>5,32,80,722</b>	<b>5,19,77,150</b>

**34.** The Company's operations mainly relate to One Primary Segment and there is no Secondary geographical segment.

### **35. RELATED PARTY DISCLOSURES**

As per Accounting Standard 18, the disclosure of transactions with the related parties are given below:

- (i) List of related parties where control exists and related parties with whom transaction have taken place and relationship:

S. No.	Name of the Related Party	Relationship
1	Roots Industries India Limited	Entities under Common Control
2	Roots Auto Products Private Ltd	
3	Roots Cast Private Limited	
4	Roots Polycraft	
5	Roots Precision Products Private Limited	
6	American Auto Service (P) Limited	
7	HAKO Group	
8	Sri K.Ramasamy, Executive Chairman	Key Managerial Personnel
9	Sri R.Varun Karthikeyan, Vice Chairman & Managing Director	
10	Sri G.Balasubramaniam, Company Secretary	
11	Roots Multi Clean Inc., USA	Wholly Owned Subsidiary
12	Swami Satchidananda Foundation	Enterprise over which Key Managerial Personnel are able to exercise significant influence
13	R.K.Nature Cure Home	
14	Smt R.K.Umaadhevi	Relative to Key Managerial Personnel

**Standalone Financial Statements**  
 (Amount in Rs.)

## (ii) Transactions during the year with related parties

Nature of Transactions (Excluding reimbursements)	Entities under Common Control		Key Managerial Personnel		Wholly Owned Subsidiary		Relative to Key Managerial Personnel		Total	
	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
1. Purchase of Fixed Assets	<b>1,16,54,926</b>	1,83,86,413	-	-	-	-	-	-	<b>1,16,54,926</b>	1,83,86,413
2. Investment made in Equity	-	-	-	-	<b>3,69,75,000</b>	-	-	-	<b>3,69,75,000</b>	-
3. Long Term Loans given	-	-	-	-	<b>55,12,500</b>	1,07,17,500	-	-	<b>55,12,500</b>	1,07,17,500
4. Purchase of Materials & Consumables	<b>8,56,49,786</b>	11,31,35,499	-	-	<b>2,39,281</b>	4,91,481	-	-	<b>8,58,89,067</b>	11,36,26,980
5. Rent Paid	<b>16,87,514</b>	18,85,844	-	-	-	-	-	-	<b>16,87,514</b>	18,85,844
6. Labour & Calibration Charges	<b>36,03,616</b>	47,40,007	-	-	-	-	-	-	<b>36,03,616</b>	47,40,007
7. Research & Development Exps	<b>59,63,720</b>	1,64,02,000	-	-	-	-	-	-	<b>59,63,720</b>	1,64,02,000
8. Fuel Purchases (Veh. Maint)	<b>27,66,106</b>	31,79,433	-	-	-	-	-	-	<b>27,66,106</b>	31,79,433
9. Salary / Welfare Charges Paid	<b>1,22,16,795</b>	1,32,63,739	-	-	-	-	-	-	<b>1,22,16,795</b>	1,32,63,739
10. Dividend paid	<b>12,75,000</b>	12,75,000	<b>14,77,900</b>	14,62,900	-	-	<b>76,250</b>	76,250	<b>28,29,150</b>	28,14,150
11. Sales	<b>5,29,87,703</b>	6,76,12,023	-	-	<b>2,29,952</b>	-	-	-	<b>5,32,17,655</b>	6,76,12,023
12. Windmill Income	<b>72,07,727</b>	33,84,569	-	-	-	-	-	-	<b>72,07,727</b>	33,84,569
13. Dividend Received	<b>1,73,000</b>	1,73,000	-	-	-	-	-	-	<b>1,73,000</b>	1,73,000
14. Interest Received	-	-	-	-	<b>28,63,308</b>	25,96,682	-	-	<b>28,63,308</b>	25,96,682
15. Rent Received	<b>4,45,261</b>	4,51,704	-	-	-	-	-	-	<b>4,45,261</b>	4,51,704
16. Salary / Welfare Charges Received	<b>43,05,749</b>	53,31,150	-	-	-	-	-	-	<b>43,05,749</b>	53,31,150
17. Royalty	<b>1,14,54,878</b>	1,15,05,520	<b>87,41,411</b>	1,56,44,937	-	-	-	-	<b>2,01,96,289</b>	2,71,50,457
18. Directors Sitting Fees	-	-	-	-	-	-	<b>50,000</b>	30,000	<b>50,000</b>	30,000
19. Managerial Remuneration	-	-	<b>1,77,42,668</b>	1,59,39,593	-	-	-	-	<b>1,77,42,668</b>	1,59,39,593
<b>Balance as at 31<sup>st</sup> March, 2021</b>										
20. Investments	<b>77,65,715</b>	77,65,715	-	-	<b>14,07,75,000</b>	10,38,00,000	-	-	<b>14,85,40,715</b>	11,15,65,715
21. Trade and Other Payables	<b>3,06,20,543</b>	5,81,40,706	-	-	-	5,64,017	-	-	<b>3,06,20,543</b>	5,87,04,723
22. Trade Receivables	<b>1,93,29,949</b>	1,69,04,758	-	-	<b>64,39,644</b>	-	-	-	<b>2,57,69,593</b>	1,69,04,758
23. Long Term Loans and Advances	-	-	-	-	<b>2,83,30,158</b>	2,38,59,703	-	-	<b>2,83,30,158</b>	2,38,59,703
24. Interest Receivable	-	-	-	-	<b>54,59,990</b>	25,96,682	-	-	<b>54,59,990</b>	25,96,682
25. Contingent Liability	-	-	-	-	<b>18,75,00,000</b>	18,75,00,000	-	-	<b>18,75,00,000</b>	18,75,00,000

Note : The above figures are inclusive of Taxes wherever applicable.

**Standalone Financial Statements**

36. Dividend on the equity Shares is recognised in the books of account on the date of approval by the Shareholders of the Company.
37. During the year, the Company has incurred Rs.67,18,749/- towards Corporate Social Responsibility activities in accordance with Section 135 of the Companies Act, 2013 as against the statutory obligation of Rs.66,97,705/-.
38. The Company is in the business of manufacturing and selling of Cleaning Equipment and offering cleaning solutions to varied industrial requirements. As hygiene is becoming very important, especially during this pandemic (Covid 19) period, this industry is not affected in a big way. After the lock down is being slowly lifted and easing of restriction imposed, turnover of the company is expected to grow in coming months both in domestic and export segments and the indications are positive in this direction. There is no major impact on Operating cash cycle during this pandemic period and the efforts of management are yielding positive results. Based on the internal and external information and the indicators of future economic conditions, the Company expects to recover the carrying amount of the assets.
39. Previous year figures have been re-grouped / re-arranged wherever necessary.

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As per our report of even date  
For Subramaniam Vasudev and Co.,  
Chartered Accountants  
Firm No.0041105

**R. Vasudev**  
Partner  
Membership No. 018342  
Chennai  
Date : 27.07.2021

**K.Ramasamy**  
Executive Chairman  
(DIN 00034360)

**K.Ravi**  
Director  
(DIN 01590268)  
Coimbatore

**R.Varun Karthikeyan**  
Vice Chairman & Managing Director  
(DIN 00585158)

**G.Balasubramaniam**  
Company Secretary  
(FCS 9699)  
Date : 27.07.2021

**Form AOC - 1**

Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014.

**Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures**

**Part A : Subsidiaries**

S.No.	Particulars	Details
1	Name of the subsidiary	Roots Multi clean Inc.
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31 <sup>st</sup> March 2021
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	US Dollars Rs. 73.10 = 1 USD
4	Share capital	USD 21,00,000
5	Reserves & Surplus	USD (4,01,578)
6	Other Liabilities	USD 34,44,536
7	Total Liabilities (Excluding Investments)	USD 51,42,958
8	Total Assets	USD 51,42,958
9	Investments	-
10	Turnover	USD 65,94,940
11	Profit / (Loss) before taxation	USD 2,76,143
12	Provision for taxation	USD 1,610
13	Profit / (Loss) after taxation	USD 2,74,533
14	Proposed Dividend	-
15	% of shareholding	100%

**Part B : Associates and Joint Ventures**

**Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

S.No.	Name of Associates / Joint ventures	Name
1	Latest audited Balance Sheet Date	Nil
2	Date on which the Associate or Joint Venture was associated or acquired	Nil
3	Shares of Associate or Joint Ventures held by the company on the year end	
	No. of shares	Nil
	Amount of Investment in Associates or Joint Venture	Nil
	Extent of Holding (in percentage)	Nil
4	Description of how there is significant influence	Nil
5	Reason why the associate / joint venture is not consolidated	Nil
6	Net worth attributable to shareholding as per latest audited Balance Sheet	Nil
7	Profit or (Loss) for the year	Nil
	i. Considered in Consolidation	Nil
	ii. Not Considered in Consolidation	Nil

As per our report of even date  
For Subramaniam Vasudev and Co.,  
Chartered Accountants  
Firm No.004110S

**R. Vasudev**  
Partner  
Membership No. 018342  
Chennai  
Date : 27.07.2021

**K.Ramasamy**  
Executive Chairman  
(DIN 00034360)

**K.Ravi**  
Director  
(DIN 01590268)  
Coimbatore

**R.Varun Karthikeyan**  
Vice Chairman & Managing Director  
(DIN 00585158)

**G.Balasubramaniam**  
Company Secretary  
(FCS 9699)  
Date : 27.07.2021

**FIVE YEAR FINANCIAL HIGHLIGHTS**

<b>Financial Year</b>	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>2020</b>	<b>2021</b>
<b>Operating Results</b>					<b>(Rs. in Crore)</b>
Revenue from operations	171.89	202.37	241.92	224.84	<b>220.42</b>
Earnings before depreciation, finance costs and tax	29.34	36.78	51.07	40.69	<b>36.64</b>
Depreciation and amortization	5.21	5.78	6.77	7.09	<b>7.65</b>
Finance Costs	0.85	1.75	3.34	3.73	<b>2.93</b>
Tax	8.68	10.58	11.96	7.50	<b>7.06</b>
Net Profit	14.60	18.67	29.00	22.37	<b>19.00</b>
Dividend (paid for previous year)	0.60	0.60	0.60	0.60	<b>0.50</b>
Retained Profit	14.00	18.07	28.40	21.77	<b>18.50</b>
<b>Performance Indicators</b>					
Net Fixed Assets	46.91	62.44	64.34	66.02	<b>98.11</b>
Share Capital	2.00	2.00	2.00	2.00	<b>2.00</b>
Reserves & Surplus	86.81	105.48	133.87	155.64	<b>174.14</b>
Networth	88.81	107.48	135.87	157.64	<b>176.14</b>
Borrowings	5.25	25.63	37.57	49.71	<b>42.55</b>
Dividend (%) *	25	25	25	25	<b>-*</b>
Return on Networth (%)	16.44	17.37	21.34	14.19	<b>10.79</b>
Debt Equity Ratio	0.06	0.24	0.28	0.32	<b>0.24</b>
Earnings per Share (Rs.)	73.02	93.35	144.99	111.84	<b>95.00</b>
Cash Earnings per Share (Rs.)	99.06	122.27	178.83	147.31	<b>133.23</b>

\* Refer note number 36

The above data is based on standalone financial statements.

Previous year figures have been regrouped / rearranged wherever necessary.

# **CONSOLIDATED FINANCIAL STATEMENTS**

**Subramaniam Vasudev and Co.,**  
Chartered AccountantsSAUBHAGYA, 168, Second Agraharam  
Salem - 636 00111, Second Street, Dr. Tirumurthi Nagar  
Nungambakkam, Chennai – 600 034**Independent Auditors' Report****To The Members of ROOTS MULTICLEAN LTD.,**  
**Report on the Audit of the Consolidated Financial Statements****Opinion**

We have audited the accompanying consolidated financial statements of ROOTS MULTICLEAN LIMITED ("the Holding Company") and its subsidiary (the Holding Company and its subsidiaries together referred to as "the Group") which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March 2021, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated 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 consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31<sup>st</sup> March 2021, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows for the year ended on that date.

**Basis for Opinion**

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

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

- The Holding Company's Board of Directors is responsible for the other information. The other information comprises the Director's report and its annexures, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance and conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the unaudited financial statements of the subsidiary certified by the management, to the extent it relates to these entities and, in doing so, place reliance on the certification of the management and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiary is traced from its unaudited financial statements certified by the management.
- 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 Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows of the Group in accordance with the Accounting Standards and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so. The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

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

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions

**Consolidated Financial Statements**

that may cast significant doubt on the ability of the Group 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 consolidated 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 Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been unaudited and certified by the management, such management remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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 consolidated 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.

**Other Matters**

We did not audit the financial statements of the wholly owned subsidiary, whose financial statements reflects total assets of Rs. 19.49 crore as at 31<sup>st</sup> March, 2021, total revenues of Rs. 48.65 crore and net cash out flows amounting to Rs. 1.18 crore for the year ended on that date, as considered in the financial statements. These financial statements have been unaudited and have been certified and furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosure included in respect of these subsidiary and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the unaudited figures certified by the management.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the unaudited financial statements certified by the Management.

**Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act, based on our audit and on the consideration of the unaudited financial statements certified by the Management of the wholly owned subsidiary referred to in the Other Matters paragraph we report, to the extent applicable that:

- a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books, returns and the reports of the management.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting standards specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Holding company as on 31<sup>st</sup> March 2021 taken on record by the Board of Directors of the Company none of the directors of the Holding company, incorporated in India is disqualified as on 31<sup>st</sup> March 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) The financial results of one subsidiary, incorporated in this consolidated statements is a company incorporated outside India. Hence provisions of Section 143(3)(i) of the Companies Act, 2013 are not applicable.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the management on separate financial statements as also the other financial information of the subsidiary and associate, as noted in the 'Other matter' paragraph:
  - i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
  - ii) the Group, did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding company.

Place : Chennai  
Date : 27.07.2021

For **Subramaniam Vasudev and Co.,**  
Chartered Accountants  
Firm No: 004110S  
(R. Vasudev)  
Partner  
M.No. 018342  
(UDIN 21018342AAAAAR5413)

**CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2021**

Particulars	Note	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	1	<b>2,00,00,000</b>	2,00,00,000
Reserves and Surplus	2	<b>1,72,49,24,439</b>	1,52,24,40,936
		<b>1,74,49,24,439</b>	1,54,24,40,936
<b>Non-Current Liabilities</b>			
Long-term borrowings	3	<b>15,99,14,007</b>	19,78,26,865
Deferred tax liabilities (Net)	4	<b>2,99,77,378</b>	2,68,66,189
		<b>18,98,91,385</b>	22,46,93,054
<b>Current Liabilities</b>			
Short-term borrowings	5	<b>38,09,84,747</b>	44,40,85,536
Trade payables	6		
(a) Outstanding dues of Micro and Small Enterprises		<b>5,49,76,888</b>	3,67,49,998
(b) Outstanding dues of Creditors other than Micro and Small Enterprises		<b>22,76,59,671</b>	22,21,73,594
Other current liabilities	7	<b>19,26,67,866</b>	13,44,05,720
Short-term provisions	8	<b>22,31,75,850</b>	15,43,55,895
		<b>1,07,94,65,022</b>	99,17,70,743
<b>TOTAL</b>		<b>3,01,42,80,846</b>	2,75,89,04,733
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant and Equipment	9		
(i) Tangible Assets	9-A	<b>96,51,46,908</b>	63,93,41,909
(ii) Intangible Assets	9-B	<b>4,30,99,065</b>	5,67,34,546
(iii) Capital work-in-progress	9-C	<b>5,79,39,053</b>	30,38,56,738
Non-current investments	10	<b>77,65,715</b>	77,65,715
Long term loans and advances	11	<b>98,88,768</b>	1,08,13,912
		<b>1,08,38,39,509</b>	1,01,85,12,820
<b>Current Assets</b>			
Inventories	12	<b>75,19,54,995</b>	82,46,83,378
Trade receivables	13	<b>85,54,80,077</b>	66,64,93,403
Cash and Cash Equivalents	14	<b>8,39,56,755</b>	3,93,60,889
Short-term loans and advances	15	<b>23,56,78,992</b>	19,04,05,797
Other current assets	16	<b>33,70,518</b>	1,94,48,446
		<b>1,93,04,41,337</b>	1,74,03,91,913
<b>TOTAL</b>		<b>3,01,42,80,846</b>	2,75,89,04,733

Significant Accounting Policies and Notes on Financial Statements 1 to 25

 As per our report of even date  
 For Subramaniam Vasudev and Co.,  
 Chartered Accountants  
 Firm No.004110S

**R. Vasudev**  
 Partner  
 Membership No. 018342  
 Chennai  
 Date : 27.07.2021

**K.Ramasamy**  
 Executive Chairman  
 (DIN 00034360)

**K.Ravi**  
 Director  
 (DIN 01590268)  
 Coimbatore

**R.Varun Karthikeyan**  
 Vice Chairman & Managing Director  
 (DIN 00585158)

**G.Balasubramaniam**  
 Company Secretary  
 (FCS 9699)  
 Date : 27.07.2021

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

Particulars	Note	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>INCOME</b>			
Revenue from operations	17	<b>2,69,36,17,407</b>	2,69,89,36,131
Other Income	18	<b>37,19,380</b>	20,69,331
<b>Total Revenue</b>		<b>2,69,73,36,787</b>	2,70,10,05,462
<b>EXPENDITURE</b>			
Cost of Materials Consumed	19	<b>98,08,88,815</b>	1,05,74,52,974
Purchase of Stock-in-Trade		<b>21,01,11,396</b>	24,79,44,715
Changes in Inventories of Finished goods, Work in Progress and Stock-in-Trade	20	<b>9,39,47,693</b>	(5,00,93,260)
Employee Benefits Expense	21	<b>54,13,39,068</b>	51,69,63,458
Other expenses	22	<b>46,77,90,108</b>	50,44,73,634
<b>Total Expenses</b>		<b>2,29,40,77,080</b>	2,27,67,41,521
<b>Earnings Before Interest, Tax, Depreciation and Amortisations (EBITDA)</b>		<b>40,32,59,707</b>	42,42,63,941
Depreciation and Amortisation Expense	23	<b>8,45,93,340</b>	7,91,42,283
Finance costs	24	<b>3,70,61,256</b>	4,45,23,756
<b>Profit Before Tax</b>		<b>28,16,05,111</b>	30,05,97,902
<b>Tax Expenses</b>			
Current tax		<b>6,76,19,526</b>	7,80,35,445
Deferred tax	4	<b>31,11,189</b>	(30,27,242)
<b>Profit for the year</b>		<b>21,08,74,396</b>	22,55,89,699

Significant Accounting Policies and Notes on Financial Statements 1 to 25

As per our report of even date  
For Subramaniam Vasudev and Co.,  
Chartered Accountants  
Firm No.004110S

**R. Vasudev**  
Partner  
Membership No. 018342  
Chennai  
Date : 27.07.2021

**K.Ramasamy**  
Executive Chairman  
(DIN 00034360)

**K.Ravi**  
Director  
(DIN 01590268)  
Coimbatore

**R.Varun Karthikeyan**  
Vice Chairman & Managing Director  
(DIN 00585158)

**G.Balasubramaniam**  
Company Secretary  
(FCS 9699)  
Date : 27.07.2021

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

Particulars	31.03.2021 Rs.	31.03.2020 Rs.
<b>Net Profit before Tax</b>	<b>28,16,05,111</b>	30,05,97,902
<b>Add :</b> Depreciation	<b>8,45,93,340</b>	7,91,42,283
Finance Costs	<b>3,70,61,256</b>	4,45,23,756
Interest received on Fixed Deposits	<b>(25,60,941)</b>	(9,45,269)
Dividend Income	<b>(1,73,000)</b>	(1,73,000)
(Profit) / Loss on Sale of Assets	<b>5,39,552</b>	(3,81,654)
Agricultural Expenses (Net)	<b>8,95,404</b>	15,32,217
	<b>40,19,60,722</b>	42,42,96,235
Increase / (Decrease) Forex Translation Reserve	<b>(33,90,893)</b>	64,47,540
Increase / (Decrease) in Trade Payables	<b>2,37,12,967</b>	(8,23,79,724)
Increase / (Decrease) in Short Term Provisions	<b>6,88,19,955</b>	(6,68,77,239)
Increase / (Decrease) in Other Current Liabilities	<b>3,04,01,486</b>	1,78,502
(Increase) / Decrease in Inventories	<b>7,27,28,383</b>	(4,03,25,911)
(Increase) / Decrease in Other Current Assets	<b>1,60,77,928</b>	(53,94,365)
(Increase) / Decrease in Receivables	<b>(18,89,86,674)</b>	4,19,85,167
(Increase) / Decrease in Short-Term Loans and Advances	<b>(4,52,73,195)</b>	(4,15,62,350)
<b>Cash generated from operations</b>	<b>37,60,50,679</b>	23,63,67,855
Income Tax	<b>(6,76,19,526)</b>	(7,80,35,445)
<b>I. Net Cash from operating activities (A)</b>	<b>30,84,31,153</b>	15,83,32,410
<b>II. Cash flow from Investing activities (B)</b>		
Capital expenditure including capital advance	<b>(15,38,88,297)</b>	(29,65,00,976)
(Increase) / Decrease in Long Term Advance - Deposits	<b>9,25,144</b>	(2,90,50,103)
Proceeds from Sale of assets	<b>25,03,572</b>	13,16,126
Interest received on Fixed Deposits	<b>25,60,941</b>	9,45,269
Dividend Income	<b>1,73,000</b>	1,73,000
Agricultural Expenses (Net)	<b>(8,95,404)</b>	(15,32,217)
	<b>(14,86,21,044)</b>	(32,46,48,901)
<b>III. Cash flow from financing activities:</b>		
Increase / (Decrease) in Current and Non- Current Borrowings	<b>(7,31,52,987)</b>	20,60,15,182
Finance Costs	<b>(3,70,61,256)</b>	(4,45,23,756)
Dividend & Dividend Distribution Tax	<b>(50,00,000)</b>	(60,27,766)
<b>Net Cash Generated from financing activities (C)</b>	<b>(11,52,14,243)</b>	15,54,63,660
<b>Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>4,45,95,866</b>	(1,08,52,831)
<b>Cash and Cash equivalents at the beginning of the period</b>	<b>3,93,60,889</b>	5,02,13,720
<b>Cash and Cash equivalents at the end of the period</b>	<b>8,39,56,755</b>	3,93,60,889

As per our report of even date  
For Subramaniam Vasudev and Co.,  
Chartered Accountants  
Firm No.0041105

**R. Vasudev**  
Partner  
Membership No. 018342  
Chennai  
Date : 27.07.2021

**K.Ramasamy**  
Executive Chairman  
(DIN 00034360)

**K.Ravi**  
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Vice Chairman & Managing Director  
(DIN 00585158)

**G.Balasubramaniam**  
Company Secretary  
(FCS 9699)  
Date : 27.07.2021

**SIGNIFICANT ACCOUNTING POLICIES**
**Basis of Consolidation and Significant Accounting Policies:**

The consolidated financial statements relate to Roots Multiclean Ltd (the Company) and its Wholly Owned Subsidiary(WOS) Company. The Company and its WOS constitute the Group.

**a) Basis of Preparation**

The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India to comply with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013 ('the 2013 Act').

**b) Uses of Estimates**

The preparation of financial statements requires management to make judgements, estimates and assumptions, which affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent liabilities at the date of these financial statements. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimates is revised and future periods affected.

**c) Principles of Consolidation**

**The consolidated financial statements have been prepared on the following basis:**

- i. The financial statements of the WOS used in the consolidation are drawn up to the same reporting date as of the Company i.e. year ended March 31, 2021
- ii. The financial statements of the Company and its WOS have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses. The intra-group balances and intra group transactions and unrealised profits have been fully eliminated.
- iii. The excess of cost to the Company of its investments in the subsidiary company / joint venture over its share of equity of the subsidiary companies / joint venture, at the dates on which the investments in the subsidiary company/joint venture are made (if any), is recognised as 'Goodwill' being an asset in the consolidated financial statements. Alternatively, where the share of equity in the subsidiary company/joint venture as on the date of investments is in excess of cost of investment of the Company (if any), it is recognised as 'Capital Reserve' and shown under the head 'Reserves and Surplus,' in the consolidated financial statements.

**d) The following subsidiary company is considered in the Consolidated Financial Statements**

S.No.	Name of the Company	Relationship	Country of Incorporation	% of equity holding	
				31.03.2021	31.03.2020
1	Roots Multiclean Inc.,	Wholly Owned Subsidiary	USA	100%	100%

**e) Other Significant Accounting Policies**

Other significant accounting policies are set out in the Standalone Financial Statement of Roots Multiclean Ltd.

As per our report of even date  
For Subramaniam Vasudev and Co.,  
Chartered Accountants  
Firm No.004110S

**R. Vasudev**  
Partner  
Membership No. 018342  
Chennai  
Date : 27.07.2021

**K.Ramasamy**  
Executive Chairman  
(DIN 00034360)

**K.Ravi**  
Director  
(DIN 01590268)  
Coimbatore

**R.Varun Karthikeyan**  
Vice Chairman & Managing Director  
(DIN 00585158)

**G.Balasubramaniam**  
Company Secretary  
(FCS 9699)  
Date : 27.07.2021

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>1. SHARE CAPITAL</b>		
Authorised Share Capital (20,00,000 Equity Shares of Rs.10/- each)	<b>2,00,00,000</b>	2,00,00,000
Issued, Subscribed & Fully Paid up Capital		
20,00,000 Equity Shares of Rs.10/- each fully paid up	<b>2,00,00,000</b>	2,00,00,000
<b>1.1 Reconciliation of the Number of shares</b>		
Equity shares at the beginning of the year outstanding	<b>20,00,000</b>	20,00,000
Add : Issued during the Year	-	-
	<b>20,00,000</b>	20,00,000
Less : Buy back during the year	-	-
Equity Shares at the end of the year	<b>20,00,000</b>	20,00,000
<b>2. RESERVES AND SURPLUS</b>		
<b>a. General Reserve</b>		
Opening Balance	<b>1,35,22,91,400</b>	1,15,22,91,400
Add : Transfer from Statement of Profit and Loss	<b>15,00,00,000</b>	20,00,00,000
	<b>1,50,22,91,400</b>	1,35,22,91,400
<b>b. Surplus in Statement of Profit and Loss</b>		
Opening Balance	<b>15,88,62,004</b>	13,93,00,071
Add : Profit for the year	<b>21,08,74,396</b>	22,55,89,699
Less : Appropriations :		
Equity dividend paid	<b>(50,00,000)</b>	(50,00,000)
Tax on equity dividend	-	(10,27,766)
Transferred to General Reserve	<b>(15,00,00,000)</b>	(20,00,00,000)
Forex Translation Reserve:		
Opening Balance	<b>1,12,87,532</b>	48,39,992
Current Year Adjustment	<b>(33,90,893)</b>	64,47,540
<b>Total</b>	<b>1,72,49,24,439</b>	1,52,24,40,936
<b>3. LONG TERM BORROWINGS</b>		
<b>Secured</b>		
Term Loans from Bank	<b>15,99,14,007</b>	19,78,26,865
<b>Total</b>	<b>15,99,14,007</b>	19,78,26,865

**4. DEFERRED TAX LIABILITIES (NET)**

Particulars	Opening Balance 01.04.2020 (Rs.)	Added during the year (Rs.)	Reversed during the year (Rs.)	Closing Balance 31.03.2021 (Rs.)
<b>A. Deferred Tax Assets</b>				
Depreciation - Excess claimed in the Books				
Other Expenses - Disallowance under tax laws	-	-	-	-
<b>Total</b>	-	-	-	-
<b>B. Deferred Tax Liability</b>				
Depreciation - Excess claimed in the IT - A	10,48,41,209	1,42,67,889	-	<b>11,91,09,098</b>
Other Expenses - Deferred Revenue - B	-	-	-	-
<b>TOTAL - (A + B)</b>	10,48,41,209	1,42,67,889	-	<b>11,91,09,098</b>
Net Deferred Tax Liability	2,68,66,189	-	-	<b>2,99,77,378</b>
Less: Opening Deferred Tax Liability	2,98,93,431	-	-	2,68,66,189
Net Deferred Tax Debited / (Credited) to Statement of P & L	-	<b>31,11,189</b>	-	-
Particulars			<b>31.03.2021</b>	31.03.2020
			(Rs.)	(Rs.)

**5. SHORT TERM BORROWINGS**
**SECURED**

Working Capital Loans - from Banks	<b>38,09,84,747</b>	44,40,85,536
<b>Total</b>	<b>38,09,84,747</b>	44,40,85,536

**6. TRADE PAYABLES**

Total outstanding Dues of Micro and Small Enterprises	<b>5,49,76,888</b>	3,67,49,998
Total outstanding Dues of Creditors Other than Micro & Small Enterprises	<b>22,76,59,671</b>	22,21,73,594
<b>Total</b>	<b>28,26,36,559</b>	25,89,23,592

**7. OTHER CURRENT LIABILITIES**

1. Current Maturities of Long Term Borrowings	<b>7,16,56,679</b>	4,37,86,365
2. Interest accrued but not due	<b>46,144</b>	55,798
3. Unclaimed dividend	<b>3,46,003</b>	3,58,000
4. Creditors for Capital Goods	<b>1,25,87,242</b>	1,85,54,111
5. GST, TDS payable and advance from customers	<b>10,80,31,798</b>	7,16,51,446
<b>Total</b>	<b>19,26,67,866</b>	13,44,05,720

**8. SHORT TERM PROVISIONS**

1. Provision for Salaries & Wages	<b>14,96,12,714</b>	10,10,16,621
2. Provision for Leave encashment	<b>35,00,000</b>	35,00,000
3. Income Tax Provisions(Net)	<b>4,73,93,586</b>	2,96,35,504
4. Provision for Warranties	<b>98,34,044</b>	73,53,283
5. Outstanding Expenses	<b>1,28,35,506</b>	1,28,50,487
<b>Total</b>	<b>22,31,75,850</b>	15,43,55,895

**9. PROPERTY, PLANT AND EQUIPMENT**

Particulars	Gross Block		Depreciation / Adjustment		Net Block		
	As on 31.03.2020 (Rs.)	Additions/ (Deletions) (Rs.)	Upto 31.03.2020 (Rs.)	For the year / adjustment for sale of assets @/ adjustment for Foreign Exchange Translation Reserve # (Rs.)	Upto 31.03.2021 (Rs.)	As on 31.03.2021 (Rs.)	As on 31.03.2020 (Rs.)
<b>A. TANGIBLE ASSETS</b>							
Land	10,86,22,560	- (1,165)	-	-	-	10,86,21,395	10,86,22,560
Building	23,41,28,098	29,34,09,705	4,45,65,377	96,73,615	5,42,38,992	47,32,98,811	18,95,62,721
Plant & Machinery	20,50,92,573	5,69,48,580	7,62,63,031	1,64,64,667 # (4,75,134)	9,22,52,564	16,97,88,589	12,88,29,542
Leased Equipments	1,28,97,443	-	1,21,54,170	1,43,135 # 2,832	1,23,00,137	5,97,306	7,43,273
Wind Mill	7,26,53,303	-	6,00,97,702	10,03,269	6,11,00,971	1,15,52,332	1,25,55,601
Tools, Dies & Moulds	24,04,08,382	98,60,770	16,52,89,863	1,67,24,342 # 3,89,212	18,24,03,417	6,78,65,735	7,51,18,519
Electrical Equipments	2,50,52,903	1,05,39,583	1,48,68,612	22,64,057	1,71,32,669	1,84,59,817	1,01,84,291
Measuring Instruments Fixtures etc	1,03,71,670	17,000	51,60,728	11,12,011 # 3,09,385	65,82,124	38,06,546	52,10,942
Storage Racks	2,04,75,985	84,65,280	1,28,59,999	16,98,020	1,45,58,019	1,43,83,246	76,15,986
Vehicles	11,07,41,574	1,62,91,696 (58,23,767)	4,37,31,922	1,25,16,699 @ (27,81,808) # 393	5,34,67,206	6,77,42,297	6,70,09,652
Furniture & Fittings	2,73,04,217	1,40,371	1,59,05,985	19,58,648 # 40,890	1,79,05,523	95,39,065	1,13,98,232
Office & Misc. Equipments	2,24,22,023	16,18,216	1,17,60,675	15,82,160	1,33,42,835	1,06,97,404	1,06,61,348
Computer	5,89,25,568	27,01,034	4,70,96,326	56,70,734 # 65,177	5,28,32,237	87,94,365	1,18,29,242
<b>TOTAL - A</b>	1,14,90,96,299	39,99,92,235 (58,24,932)	50,97,54,390	7,08,11,357 @ (27,81,808) # 3,32,755	57,81,16,694	96,51,46,908	63,93,41,909
<b>B. INTANGIBLE ASSETS</b>							
Computer Software	3,36,02,216	9,08,112	1,29,31,563	47,95,436 # (21,148)	1,77,05,851	1,68,04,477	2,06,70,653
Good Will	2,92,24,444	-	47,78,254	30,94,694 # 7,82,758	86,55,706	2,05,68,738	2,44,46,190
Technical Know-How	5,69,59,262	-	4,53,41,559	58,91,853	5,12,33,412	57,25,850	1,16,17,703
<b>TOTAL - B</b>	11,97,85,922	9,08,112	6,30,51,376	1,37,81,983 # 7,61,610	7,75,94,969	4,30,99,065	5,67,34,546
<b>C. CAPITAL WORK-IN-PROGRESS</b>	30,38,56,738	3,60,55,763 (28,19,73,448)	-	-	-	5,79,39,053	30,38,56,738
<b>GRAND TOTAL (A + B + C)</b>	1,57,27,38,959	43,69,56,110 (28,77,98,380)	57,28,05,766	8,45,93,340 @ (27,81,808) # 10,94,365	65,57,11,663	1,06,61,85,026	99,99,33,193
Adjustment for sale of assets @							
Adjustment for Foreign Exchange							
Translation Reserve #							

Particulars	Consolidated Financial Statements	
	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>10. NON-CURRENT INVESTMENTS</b>		
<b>Unquoted Investments (valued at cost)</b>		
In equity shares of companies unquoted, fully paid-up		
1,73,000 Equity shares of Rs. 10/- each fully paidup in Roots Precision Products P. Ltd	<b>17,30,000</b>	17,30,000
1,34,127 Equity shares of Rs.10/- each fully paidup in Roots Cast P. Ltd	<b>60,35,715</b>	60,35,715
<b>Total</b>	<b>77,65,715</b>	77,65,715
<b>Aggregate amount of unquoted Investments</b>	<b>77,65,715</b>	77,65,715
<b>11. LONG TERM LOANS &amp; ADVANCES</b>		
(Unsecured Considered Good)		
1. Capital Advances	<b>50,61,334</b>	58,97,348
2. Deposits - EB, Sales Tax and Telephone	<b>48,27,434</b>	49,16,564
<b>Total</b>	<b>98,88,768</b>	1,08,13,912
<b>12. INVENTORIES</b>		
(As certified by the Management)		
1. Raw materials, Boughtout & Components	<b>48,20,98,200</b>	46,22,94,178
2. Goods in transit-Raw Materials	<b>8,22,945</b>	2,67,083
3. Work in Progress	<b>8,36,56,404</b>	8,25,58,911
4. Finished Goods	<b>7,48,95,506</b>	11,05,83,333
5. Stock-in-Trade	<b>10,41,33,971</b>	16,34,91,331
6. Packing Materials	<b>38,65,403</b>	37,69,424
7. Consumables and Stores	<b>24,82,566</b>	17,19,118
<b>Total</b>	<b>75,19,54,995</b>	82,46,83,378
<b>Valuation of Inventory:</b>		
i. Raw Materials and Bought out components have been valued at cost or at net realisable value whichever is lower.		
ii. In house fabricated components and work in progress have been valued at Raw Material Cost and in house activity cost / outside job order charges wherever applicable.		
iii. Finished Goods are valued at lower of cost or net realisable Value.		
iv. Cost of inventories is generally calculated on yearly moving weighted average basis.		
<b>13. TRADE RECEIVABLES</b>		
(Unsecured considered good)		
Exceeding Six months	<b>8,35,66,569</b>	16,91,40,764
Less than Six Months	<b>77,19,13,508</b>	49,73,52,639
Considered Doubtful	<b>2,30,38,475</b>	1,58,84,823
	<b>87,85,18,552</b>	68,23,78,226
Less : Provision for Doubtful Debts	<b>(2,30,38,475)</b>	(1,58,84,823)
<b>Total</b>	<b>85,54,80,077</b>	66,64,93,403

**Consolidated Financial Statements**

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)	
<b>14. CASH AND CASH EQUIVALENTS</b>			
1. Cash on hand	30,79,677	11,82,831	
2. Balance with Banks*	1,23,32,861	2,27,72,757	
3. Deposit with Banks - Fixed Deposits	5,08,98,812		
- Held as Margin money against Bank Guarantee	1,76,45,405	1,54,05,301	
<b>Total</b>	<b>8,39,56,755</b>	<b>3,93,60,889</b>	
* Balance with banks includes unpaid dividend			
<b>15. SHORT TERM LOANS AND ADVANCES</b> (Unsecured considered good)			
1. Prepaid Expenses	39,86,881	37,28,540	
2. Balances with GST, TDS / Government Authorities	9,27,05,089	7,57,95,741	
3. Advances to Suppliers including deposits with suppliers	13,89,87,022	11,08,81,516	
<b>Total</b>	<b>23,56,78,992</b>	<b>19,04,05,797</b>	
<b>16. OTHER CURRENT ASSETS</b>			
1. Export Incentive Receivables (DBK & MEIS)	31,21,445	1,25,78,420	
2. Rebate Receivable on Export	2,49,073	68,70,026	
<b>Total</b>	<b>33,70,518</b>	<b>1,94,48,446</b>	
<b>17. REVENUE FROM OPERATIONS</b>			
<b>Revenue from Manufactured Products</b>			
Domestic	1,71,86,51,492	1,64,13,33,434	
Export	47,93,07,927	2,19,79,59,419	51,91,41,021
<b>Revenue from Traded Products</b>			
Domestic	39,86,20,366	40,14,31,657	
Export	1,65,52,520	41,51,72,886	2,60,25,641
<b>Revenue from Sale of Services</b>			
Annual Maintenance Charges	4,02,86,186	5,23,89,204	
Service Charges Received	1,11,41,312	1,01,38,292	
Operation & Maintenance Charges	1,00,09,129	59,28,793	
Commission Received	10,04,198	70,05,257	
Machinery Lease Rent	-	6,24,40,825	2,80,000
<b>Other Operating Revenues:</b>			
Export Incentive	1,08,36,550	2,99,74,874	
Wind Mill Income	72,07,727	33,84,569	
Foreign exchange gain	-	19,03,389	
	<b>2,69,36,17,407</b>	<b>2,69,89,36,131</b>	

Particulars	Consolidated Financial Statements	
	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>18. OTHER INCOME (Non Operating Income)</b>		
Interest income	25,60,941	9,45,269
Profit on Sale of Fixed Assets	5,26,206	4,31,662
Dividend Income	1,73,000	1,73,000
Agricultural Income	1,14,992	1,36,600
Rent Received	3,44,241	3,82,800
<b>Total</b>	<b>37,19,380</b>	<b>20,69,331</b>
<b>19. COST OF MATERIALS CONSUMED</b>		
1. Consumption of Raw materials, Boughtout & Components	96,02,56,328	1,02,81,74,554
2. Consumption of packing materials	2,06,32,487	2,92,78,420
<b>Total</b>	<b>98,08,88,815</b>	<b>1,05,74,52,974</b>
<b>1. Consumption of Raw materials, Boughtout &amp; Components</b>		
Opening stock of Raw materials, Boughtout & Components	46,25,61,262	47,15,21,563
Add : Purchases during the year	98,30,98,777	1,01,92,14,253
	1,44,56,60,039	1,49,07,35,816
Less : Closing stock of Raw materials, Boughtout & Components	48,54,03,711	46,25,61,262
<b>Total</b>	<b>96,02,56,328</b>	<b>1,02,81,74,554</b>
<b>2. Consumption of Packing Materials</b>		
Opening stock of Packing Materials	37,69,424	42,58,282
Add : Purchases during the year	2,07,28,466	2,87,89,562
	2,44,97,890	3,30,47,844
Less : Closing stock of Packing Materials	38,65,403	37,69,424
<b>Total</b>	<b>2,06,32,487</b>	<b>2,92,78,420</b>
<b>20. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE</b>		
1. Finished goods	3,56,87,827	(1,00,35,564)
2. Work-in-progress	(10,97,493)	(2,78,38,873)
3. Stock-in-Trade	5,93,57,359	(1,22,18,823)
<b>Total</b>	<b>9,39,47,693</b>	<b>(5,00,93,260)</b>
<b>1. Changes in inventories of finished goods</b>		
Opening stock of finished goods	11,05,83,333	10,05,47,769
Less : Closing stock of finished goods	7,48,95,506	11,05,83,333
	3,56,87,827	(1,00,35,564)
<b>2. Changes in inventories of work-in-progress</b>		
Opening stock of work-in-progress	8,25,58,911	5,47,20,038
Less : Closing stock of work-in-progress	8,36,56,404	8,25,58,911
	(10,97,493)	(2,78,38,873)
<b>3. Changes in inventories of Stock-in-Trade</b>		
Opening Stock-in-Trade	16,34,91,330	15,12,72,507
Less : Closing Stock-in-Trade	10,41,33,971	16,34,91,330
	5,93,57,359	(1,22,18,823)

Particulars	Consolidated Financial Statements	
	31.03.2021 (Rs.)	31.03.2020 (Rs.)
<b>21. EMPLOYEE BENEFITS EXPENSE</b>		
Salaries, wages and bonus	<b>47,16,58,814</b>	44,44,39,420
Contribution to Provident Fund, Gratuity and other funds	<b>3,30,37,986</b>	3,65,46,986
Employee Welfare expenses	<b>1,96,12,285</b>	2,04,80,617
Directors' Remuneration	<b>1,70,29,983</b>	1,54,96,435
	<b><u>54,13,39,068</u></b>	<u>51,69,63,458</u>
<b>22. OTHER EXPENSES</b>		
<b>Manufacturing Expenses</b>		
Consumption of stores	<b>1,86,57,078</b>	1,72,92,509
Power and fuel	<b>1,53,60,180</b>	1,62,10,198
Operation & Maintenance Expenses	<b>1,46,13,985</b>	73,36,066
Labour, Conversion and Testing Charges	<b>5,08,24,065</b>	4,80,27,517
Carriage Inwards	<b>83,50,065</b>	95,06,695
Repairs & Maintenance		
Building	<b>38,15,491</b>	72,16,509
Machinery	<b>48,70,231</b>	64,90,830
Computer / Software	<b>1,48,98,437</b>	1,22,64,043
Electrical	<b>19,76,643</b>	35,37,978
Office	<b>78,26,134</b>	63,79,982
Factory	<b>26,00,305</b>	32,71,457
Tool	<b>84,28,324</b>	32,23,272
	<b><u>15,22,20,938</u></b>	<u>14,07,57,056</u>
<b>Selling and Distribution Expenses</b>		
Advertisement	<b>10,89,108</b>	13,84,513
Freight outward	<b>3,66,51,591</b>	5,32,62,443
ECGC Premium	<b>3,65,909</b>	4,26,432
Sales Promotion / Demo Expenses	<b>1,26,10,259</b>	2,57,92,450
Discounts	<b>55,56,365</b>	52,12,121
Dealer Commission	<b>1,16,78,568</b>	1,00,69,414
Travelling & Conveyance	<b>3,94,56,978</b>	7,63,53,092
Royalty	<b>1,92,56,200</b>	2,50,91,263
Warranty Claims & Allowances	<b>1,23,01,632</b>	98,45,377
	<b><u>13,89,66,610</u></b>	<u>20,74,37,105</u>

**Consolidated Financial Statements**

Particulars	31.03.2021 (Rs.)	31.03.2020 (Rs.)	
<b>Establishment Expenses</b>			
Rent	2,78,72,085	2,90,85,369	
Insurance	1,06,33,139	83,63,677	
Rates and Taxes	1,18,74,880	38,09,186	
Payment to Auditors	11,81,280	9,63,280	
Postage, Courier & Telephone	78,27,398	63,21,639	
Electricity charges	13,95,297	16,50,439	
Directors' Sitting Fees	2,10,000	1,60,000	
Vehicle Maintenance expenses	96,17,809	85,56,711	
Printing & Stationery	34,16,102	44,78,234	
Books & Periodicals	29,599	47,922	
Legal & Professional Charges	2,42,45,386	2,36,06,426	
Donation	5,58,902	31,64,500	
CSR Expenditure	67,18,749	63,66,457	
Subscription & Membership	16,67,099	16,79,984	
Loss on sale of assets	10,65,758	50,009	
Loss on Foreign Exchange	68,44,307	-	
Provision for Doubtful Debts	71,53,652	43,29,673	
Agricultural Expenses	10,10,396	16,68,817	
R & D Expenses	5,32,80,722	17,66,02,560	5,19,77,150
<b>Total</b>	<b>46,77,90,108</b>	<b>50,44,73,634</b>	<b>15,62,79,473</b>
<b>23. DEPRECIATION AND AMORTISATION EXPENSE</b>			
Depreciation of Tangible assets	7,08,11,357	6,41,55,235	
Amortisation of Intangible assets	1,37,81,983	1,49,87,048	
<b>Total</b>	<b>8,45,93,340</b>	<b>7,91,42,283</b>	
<b>24. FINANCE COSTS</b>			
Interest expense	2,41,93,578	3,43,82,334	
Other Borrowing costs	90,62,724	57,63,574	
Applicable net loss / (gain) on foreign currency transactions & translations	38,04,954	43,77,848	
<b>Total</b>	<b>3,70,61,256</b>	<b>4,45,23,756</b>	

25. Previous year figures have been re-grouped / re-arranged wherever necessary.

As per our report of even date  
For Subramaniam Vasudev and Co.,  
Chartered Accountants  
Firm No.004110S

**R. Vasudev**  
Partner  
Membership No. 018342  
Chennai  
Date : 27.07.2021

**K.Ramasamy**  
Executive Chairman  
(DIN 00034360)

**K.Ravi**  
Director  
(DIN 01590268)  
Coimbatore

**R.Varun Karthikeyan**  
Vice Chairman & Managing Director  
(DIN 00585158)

**G.Balasubramaniam**  
Company Secretary  
(FCS 9699)  
Date : 27.07.2021

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**Form No. MGT-11****PROXY FORM**

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

CIN : U36999TZ1992PLC003662  
Name of the Company : ROOTS MULTICLEAN LTD  
Registered Office : R.K.G. Industrial Estate, Ganapathy,  
Coimbatore – 641 006

Name of the member(s)	
Registered Address	
E-mail id	
Folio No.	

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

1	Name	
	Address	
	E-mail id	
	Signature	

or failing him

1	Name	
	Address	
	E-mail id	
	Signature	

as my/our Proxy to attend and vote for me/us and on my/our behalf at the 29<sup>th</sup> Annual General Meeting of the Company, to be held on Tuesday, the 28<sup>th</sup> September, 2021 at 11.30 a.m. at the registered office of the Company at R.K.G. Industrial Estate, Ganapathy, Coimbatore – 641 006 and at any adjournment thereof in respect of such resolutions as are indicated in the reverse side of this page.

## Resolution

S. No.	Subject	For	Against
1	Ordinary Business Adoption of; (a) audited Standalone financial statements. (b) audited Consolidated financial statements.		
2	Declaration of Dividend.		
3	Re-appointment of Sri V.M.Rajashekar, Director, who retires by rotation.		
4	Re-appointment of Sri Frank Ulbricht, Director, who retires by rotation.		
5	Special Business Appointment of Dr.O.A.Balasubramaniam as a Director of the Company.		
6	Appointment of Sri R.Varun Karthikeyan as Vice Chairman and Managing Director of the Company.		
7	Approve and ratify the remuneration payable to the Cost Auditors.		

Signed this ..... day of ..... 2021.

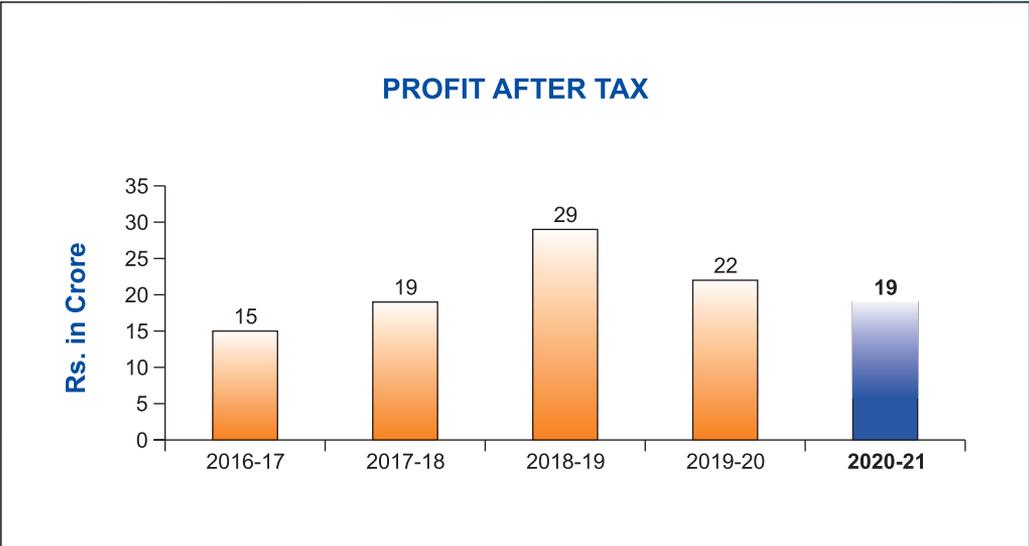
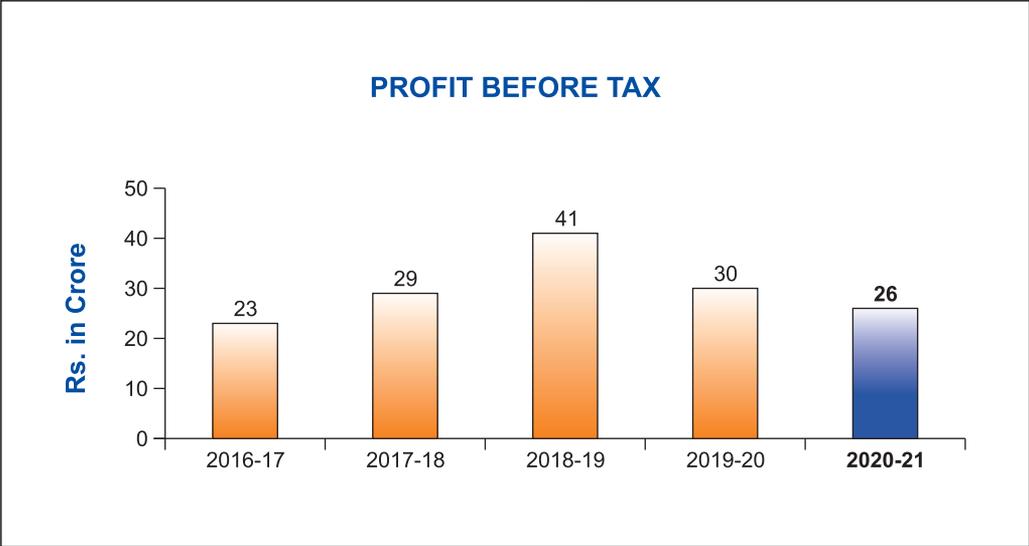
Signature of Shareholder :

Signature of Proxyholder(s) :

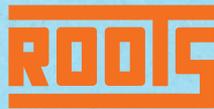
Affix  
Revenue  
Stamp

## Note:

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



Note: The above data is based on standalone financial statements.



ADDING VALUE

**ROOTS MULTICLEAN LTD**

Regd. Office: R K G Industrial Estate, Ganapathy, Coimbatore - 641 006. India

Tel: +91 422 4330330 Fax: +91 422 2332107

E-mail: [rmclsales@rootsemail.com](mailto:rmclsales@rootsemail.com) Web: [www.rootsmulticlean.com](http://www.rootsmulticlean.com)