



**WIRES & CABLES**

AN ISO 9001: 2015 CERTIFIED COMPANY

# **JIGAR CABLES LIMITED**

## **ANNUAL REPORT 19-2020**

**[WWW.SIGMACAB.COM](http://WWW.SIGMACAB.COM)**

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## Corporate Information

### **BOARD OF DIRECTORS**

**Mr. Vijay G. Shingala**  
Managing Director  
**Mr. Parshottambhai L. Vaghasiya**  
Whole-time Director  
**Mrs. Vaishali V. Shingala**  
Director  
**Mr. Dhirajbhai B. Sakhia**  
Independent Director  
**Mrs. Shardaben N. Bhalala**  
Independent Director

### **CHIEF FINANCIAL OFFICER**

**Mr. Kalpesh D. Dobariya**

### **COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Ms. Priyanka K. Marvania**

### **REGISTERED OFFICE**

Plot No.164/14 & 15,  
Jamwadi, G.I.D.C.,  
Gondal, Rajkot – 360 311,  
(Gujarat) India.

### **BANKER OF THE COMPANY**

**HDFC Bank Limited**  
College Chowk, Gondal  
Rajkot (Gujarat) India

### **STATUTORY AUDITORS**

**M. N. Manvar and Co.**  
504, Star Plaza, Phulchhab Chowk,  
Rajkot 360001 (Gujarat) India  
Phone No.: (0281) 2455750  
E-mail ID: [mnmanvar@gmail.com](mailto:mnmanvar@gmail.com)

### **SECRETARIAL AUDITOR**

**CS Piyush Jethva**  
(Practicing Company Secretary)  
"The Imperia" Office No. 806,  
Above Federal Bank,  
Opp: Shashtri Maidan,  
Subhash Road, Limda Chowk,  
Rajkot (Gujarat) India  
Phone No.: +91 82382 73733  
E-mail ID: [piyushjethva@gmail.com](mailto:piyushjethva@gmail.com)

### **REGISTRARS & SHARE TRANSFER AGENTS**

**Bigshare Services Private Limited**  
1<sup>st</sup> floor, Bharat Tin Works Building,  
Opp. Vasant Oasis Apartments,  
Bigshare Services Private Limited  
Next to keys hotel,  
Marol Maroshi Road, Andheri (E),  
Makwana Road, Mumbai – 400059  
Tel No.: +91 – 22 – 62638200  
Web: [www.bigshareonline.com](http://www.bigshareonline.com)

**About Jigar Cables Limited**

Jigar Cables Limited is one of the largest manufactures of "**SIGMA**" brand electric wires & cables in India. The Company has an experience of manufacturing wires and cables for more than 20 years, with the help of advance technology and skillful employers. The Company has emerged as a pioneer in the electrical field.

"JIGAR CABLES LTD" is an ISO-9001:2015 certified Company, where cables are manufactured as per national & international standards and customer's specifications.

**"SIGMA" wires & cables are trusted for wide variety of applications throughout the country and abroad.**



For over 20 years SIGMA's aim is to manufacture cables of highest quality. A well-equipped test lab and modern instruments are constantly upgraded to carry out quality checks & testing on all incoming and finished material. Our Company is committed towards its product quality, reliability, safety & excellent customer service. Our ability to manufacture vital and value added wires and cables for various industries has helped us grow into this field

**PRODUCT RANGE**

Single Core & Multi Core Flexible Cables  
Industrial Power & Control Cables  
Submersible Flat Cables  
Ariel Bunched Cables House Wires  
Poly Insulated Submersible Connection Cables

**INDUSTRIES WE SERVE**

Chemical & Pharmaceutical Industries	Hotel & Real Estate
Building & Construction Industries	Port Trust of India
Turnkey Electrical Contractor	Ginning Industries
Shipping & Marine Industries	Textiles Industries
Food & Beverages Industries	Cement Industries
Thermal Power Generation	Plastics Industries
Petrochemical Industries	Hospitals
Automobiles Industries	Railways
Petroleum Refineries	DGS&D
Steel Plant Industries	Mining
Electronic Industries	

## Board's Report

To,  
The Members,  
**JIGAR CABLES LIMITED**

Your Directors have pleasure in presenting the 4<sup>th</sup> Board's Report of the Company together with the Annual Audited Financial Statements for the year ended March 31, 2020.

- FINANCIAL RESULTS:**

The key aspects of Financial Results of the Company for the Financial ended on March 31, 2020 are as under:

Particulars	Standalone		Consolidated	
	Year Ended on March 31, 2020 (In Rs.)	Year Ended on March 31, 2019 (In Rs.)	Year Ended on March 31, 2020 (In Rs.)	Year Ended on March 31, 2019 (In Rs.)
Revenue From Operation	12,11,97,884/-	20,18,75,120/-	13,71,17,767/-	21,52,08,029/-
Other Income	49,66,058/-	47,71,128/-	44,16,058/-	46,36,027/-
Total Revenue	12,61,63,942/-	20,66,46,248/-	14,15,33,825/-	21,98,44,056/-
Expenditure	12,22,86,410/-	20,14,19,113/-	13,70,69,378/-	21,34,99,746/-
Profit(loss) before Tax (PBT)	39,47,639/-	54,58,371/-	45,34,554/-	65,75,546/-
Tax Expenses :				
Current Tax	11,49,943/-	14,81,731/-	13,81,022/-	19,15,486/-
Deferred Tax (Credit)	7,53,366/-	(86,403)/-	7,01,801/-	(92,830)/-
Net Profit/loss After Tax (PAT)	20,44,330/-	40,63,043/-	24,51,731/-	47,52,890/-
Earning per Equity Share:				
Basic	0.29	0.58	0.35	0.68
Diluted	0.29	0.58	0.35	0.68

- STATEMENT OF COMPANIES AFFAIRS:**

The Key highlights pertaining to the business of the Company for the Year 2019-20 have been given hereunder:

Your Company's performance has overall improved. On Consolidated basis, the revenue for the Financial Year 2019-20 was Rs. 13,71,17,767. The Profit After Tax attributable to shareholders for Financial Year 2019-20 was Rs. 24,51,731.

On an unconsolidated basis, the Company achieved revenue of Rs. 12,11,97,884 and net profit of Rs. 20,44,330 during the year under review.

Furthermore, your Director assured that the Company will achieve its strategic objectives of sustainable and profitable growth by improving the product excellence, exploring markets and delivering customer delight in the year to come.

- CHANGE IN THE NATURE OF BUSINESS, IF ANY:**

During the year under review, there is no change in nature of business of the Company.

- WEB LINK OF ANNUAL RETURN:**

According to Section 134 sub-section (3) (a), the Company has annexed the extract of Annual Return in "Annexure-A" in form MGT-9 with Director Report. The Annual Return is available at following link [www.sigmacab.com](http://www.sigmacab.com).

## JIGAR CABLES LIMITED ANNUAL REPORT 2019-20

### • **BOARD OF DIRECTORS AND THE NUMBER OF MEETING OF THE BOARD OF DIRECTORS:**

#### **a. Composition of Board of Directors:**

During the year under review the composition of Board of Directors has changed and the details of the same given below:

- |  |                                  |
|--|----------------------------------|
| 1. Mr. Vijay Gopalbhai Shingala (DIN: 07662235)  | - Managing Director and Chairman |
| 2. Mr. Parshottambhai Laljibhai Vaghasiya (DIN: 07662195)  | - Whole-time Director            |
| 3. Mrs. Vaishali Vijay Shingala (DIN: 07662204)  | - Director                       |
| 4. Mr. Parshotambhai Mithabhai Sakhia (DIN: 07780714)<br>[Resigned from the Directorship w.e.f. August 15, 2019] | - Independent Director           |
| 5. Mr. Dhirajlal Bhavanbhai Sakhia (DIN: 07756790)<br>[Resigned from the Directorship w.e.f. September 04, 2020] | - Independent Director           |
| 6. Mrs. Shardaben Nanjibhai Bhalala (DIN: 08467162)<br>[Appointed as a Director w.e.f. May 30, 2019]             | - Independent Director           |

#### **b. Number of Board Meeting:**

During the year under review i.e. Financial Year 2019-20, 6 (Six) Board meetings were held.

The dates on which the Board meetings were held are: May 30, 2019, August 05, 2019, August 20, 2019, November 13, 2019, December 19, 2020 and February 11, 2020. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

#### **c. Attendance of Directors at Board Meeting and Annual General Meeting (AGM):**

Name of the Director	Nature of Directorship	Number of Board Meeting attended during the year	Whether attended last AGM
Mr. Vijay Gopalbhai Shingala	Managing Director	6	Yes
Mr. Parshottambhai Laljibhai Vaghasiya	Whole Time Director	6	Yes
Mrs. Vaishali Vijay Shingala	Director	6	Yes
Mr. Parshotambhai Mithabhai Sakhia	Independent Director	3	No
Mr. Dhirajlal Bhavanbhai Sakhia	Independent Director	6	Yes
Mrs. Shardaben Nanjibhai Bhalala	Independent Director	5	Yes

#### **d. Director Retired by rotation:**

Mr. Vijay Gopalbhai Shingala (DIN: 07662235) as a Managing Director who is liable to retire by rotation at the ensuing Annual General Meeting. Being eligible, he offers himself for reappointment in the ensuing Annual General Meeting.

#### **e. Independent Directors:**

During the year under review, Mrs. Shardaben Bhalala (DIN: 08467162) was appointed as an Additional Director (Non Executive Independent Director) in the Board Meeting held on May 30, 2019 and further she was appointed as an Independent Director at the Annual General Meeting dated September 28, 2019.

Mr. Parshotambhai Sakhia (DIN: 07780714), an Independent Director of the Company, has submitted his resignation from the Directorship of the Company with effect from August 15, 2019 pursuant to some personal reasons. Furthermore Mr. Dhirajlal Sakhia (DIN: 07756790) also tendered his resignation w.e.f. September 04, 2020 pursuant to some personal reasons.

## Meeting of Independent Directors:

As per Para VII (1) of Schedule IV to the Companies Act, 2013, Independent Directors (IDs) are required to hold at least one meeting without the attendance of Non Independent Directors and members of management. As per the General Circular No. 11/2020 of Ministry of Corporate Affairs, Government of India, your Company has availed the relaxation for the Financial Year 2019-20 to hold such a meeting in view of COVID-19 outbreak.

- **CHANGE IN KEY-MANAGERIAL PERSONNEL:**

During the year under review, CS Priyanka K. Marvania was appointed as a Company Secretary and Compliance Officer of the Company w.e.f. May 30, 2019.

- **DECLARATION BY INDEPENDENT DIRECTORS:**

All Independent Directors have given declarations to the effect that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 read with Regulation 16 of SEBI (Listing obligations and Disclosures Requirements), Regulations 2015. In the opinion of the Board, Independent Directors fulfill the conditions specified in the Act, Rules made there under and Listing Regulations.

- **FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:**

During the year, the Board carried out an Annual Evaluation of its own performance and the performance of individual Directors, as well as evaluation of the Committees of the Board under the provisions of Section 134 (3)(p) of the Act, relevant Rules, as prescribed. They were satisfied with the overall performance of the Directors individually and that the Directors generally met their expectations of performance.

- **CHANGES IN SHARE CAPITAL:**

During the year under review, there was no change in the share capital of the Company. The Paid-up Share Capital of the Company as March 31, 2020 is 7,03,20,000/- divided into 70,32,000 Equity Shares of 10/- each fully paid up.

- **DISCLOSURE RELATED RESTRICTION ON PURCHASE BY COMPANY BY OR GIVING OF LOANS FOR PURCHASE OF ITS SHARES:**

During the year under review, the Company has not provided any loan or financial assistance to any person for purchase or subscription of shares in the Company u/s 67. Hence, no disclosure was required to be provided.

- **EQUITY SHARES WITH DIFFERENTIAL RIGHTS AS TO SWEAT EQUITY & ESOS:**

No Equity shares with Differential rights, sweat equities or share under employee stock option scheme were issued during the year.

- **LOANS, GUARANTEES AND INVESTMENTS U/S 186:**

The Company has not provided any loan and guarantee during the year.

The Company has make investment in securities in wholly owned subsidiary Company. Disclosure is required as per section 134(3)(g) of the Act provided as under.

Sr. No.	Particular	Information
01	Investment in wholly owned subsidiary Company	50,000 equity share of Rs. 10 each [As on March 10, 2017]
		10,00,000 equity share of Rs. 10 each [Right Issue] [As on December 10, 2018]

- **RESERVE AND SURPLUS:**

In year under review, the Company has not transferred any amount to Reserves and Surplus account.

- **DIVIDEND:**

During the year under review, no dividend has been recommended by the Board of Directors of the Company at their meeting.

- **CONTRACT OR ARRANGEMENT WITH RELATED PARTY U/S 188 (1):**

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. During the year, the Company had entered into contract/arrangement/transaction with related parties which could be considered material in accordance with Rule 15 of the Companies (Meeting of Board and Its Powers) Rules, 2014. Further the most of transaction is entered with its Subsidiary Company. Being a Material transaction it is required to provide the details of transaction in "AOC-2" and Justification of contract which are attached as "Annexure -B".

- **MATERIAL CHANGES AFFECTING FINANCIAL POSITION:**

There have been no material changes and commitments for the likely impact affecting financial position between end of the Financial Year and the date of the report except for the impact arising out of COVID-19 and Resignation of Independent Director.

#### **GLOBAL PANDEMIC – COVID-19**

In March 2020, the World Health Organisation declared COVID-19 as a pandemic, forcing governments to enforce lock-downs of all economic activity. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees and closed its offices and allowed work from home for its employees and closed its factory. After obtaining requisite permission from the Government, the Company resumed partial manufacturing operations from April 24, 2020. The Company has been strictly following government health guidelines as issued by respective authorities and taken various initiatives such as operating at a lower capacity, temperature screening at regular intervals, social distancing, distributing sanitizers and masks, hygiene and sanitization of workplace with safety of our workforce as a top priority.

The COVID-19 pandemic situation is unprecedented and exceptional. The Company has evaluated an impact of this pandemic on its business operations and financial position and based on its review of current indicators of future economic conditions, there is no significant impact on its financial statements as at March 31, 2020. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly the impact may be different from that estimated as of now.

Please refer Note 1.22 of Notes on accounts & significant accounting policies for further details in respect of impact of COVID-19 on the financial statements of the Company.

However, the Company is confident about adapting to the changing business environment and gear up to overcome the upcoming challenges with particular focus to ensure that adequate liquidity is available till normalcy returns.

#### **Resignation of Independent Director**

Mr. Dhirajbhai Bhawanbhai Sakhia (DIN: 07756790) one of the Independent Director has resigned from the office w.e.f. September 04, 2020 which was taken on record by the Board of Directors at their meeting dated September 04, 2020.

• **CONSERVATION OF TECHNOLOGY, ENERGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGOING:**

The Company has nothing to report in respect of Conservation of Energy and Technology Absorption in terms of Section 134(3)(m) of the Companies Act, 2013 read with the Rule 8 of the Companies (Accounts) Rules, 2014 since the Company is engaged in manufacturing related business.

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

**A. Conservation of Energy:**

(i)	The steps taken or impact on conservation of energy	Apart from regular practices and measures for energy conservation, no new initiatives were driven across the units.
(ii)	The steps taken by the Company for utilizing alternate sources of energy	Not Applicable
(iii)	The capital investment on energy conservation equipments	NIL

We continue to focus on the energy usage, water management, healthy, wealthy and safe environment and various other resource consumptions.

**B. Technology absorption:**

(i)	The efforts made towards technology absorption	No efforts have been made
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	Not Applicable
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year)-	During the year there was no import of any technology
	(a) the details of technology imported	Not applicable
	(b) the year of import	Not applicable
	(c) whether the technology been fully absorbed	Not applicable
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	Not applicable
(iv)	The expenditure incurred on Research and Development	Capital & Revenue Expenditure – NIL

Company as not a separate Research and Development Department though we have implemented the advance research and which results into the highest quality products. We have well equipped manufacturing unit with latest plant, machinery and laboratory with ultra modern and sophisticated type testing equipments for complete testing of the cables.

**C. Foreign Exchange Earnings and Outgo:**

During the year under review, there were no foreign exchange earnings and foreign exchange outgo.

• **RISK MANAGEMENT POLICY:**

The Company has framed a risk management framework to identify, business risk and challenges across the Company. The risk framework helps us meet the business objectives by aligning operating controls with the mission and vision of the Company. After extensive deliberation on the nature of risk and after adequate risk mitigations steps, the business activities are being carried out under the direct supervision of the Board of Directors of the Company to ensure that no foreseeable risk involved in such an activity which may threaten the existence of the Company.



• **SUBSIDIARY, JOINT VENTURE OR ASSOCIATES COMPANY:**

Detailed information of subsidiary Company has been annexed under “Annexure-C” along with its performance.

• **DETAILS OF DEPOSIT:**

During the year under review, the Company has not accepted any deposit covered under the Chapter V of the Companies Act, 2013. The Statement for pertaining to the details is furnished here as below:

Sr. No.	Particulars	Amount in (Rs.)
1.	Accepted during the year	Nil
2.	Remained unpaid or unclaimed as at the end of the year	Not Applicable
3.	Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved	Not Applicable
3.1	at the beginning of the year	Not Applicable
3.2	maximum during the year	Not Applicable
3.3	at the end of the year	Not Applicable
4.	Deposits which are not in compliance with the requirements of Chapter V of the Act	Nil

**Security Deposit:**

The Company has provided security deposit to supplier for the performance of the contract for supply of goods as per the mutually agreed terms and conditions in the ordinary course of business.

• **SIGNIFICANT AND MATERIAL ORDERS PASSED BY 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 and the Company’s future operations.

• **REVISION OF FINANCIAL STATEMENT:**

According to section 131 (1) of the Companies Act, 2013, there is not required to revised the financial statement.

• **DISCLOSURE RELATED TO EMPLOYEE:**

The details relating to the provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 during the Financial Year 2019-20 are given in “Annexure-D”.

• **VIGIL MECHANISM:**

The Company has established a robust Vigil Mechanism in accordance with provisions of the Section 177 of the Companies Act, 2013 and Listing Regulations for the Directors and Employees to report genuine concerns or grievances about unethical behaviour, actual or suspected fraud or violation of the Company’s Code of Conduct. The Company has formulated a Whistle Blower Policy, as prescribed under Section 177(8) & Section 177(10) of the Companies Act, 2013 which is available at the website of the Company on [www.sigmacab.com](http://www.sigmacab.com).

• **CORPORATE SOCIAL RESPONSIBILITY:**

The criteria specified under section 135 of the Companies Act, 2013 is not applicable to the Company. However the Company has formulated a policy which is available at the website of the Company on [www.sigmacab.com](http://www.sigmacab.com) which is applicable to the Company as and when section applicable to the Company.

• **DETAILS OF INTERNAL FINANCIAL CONTROL:**

The Company, during the year has reviewed its Internal Financial Control systems and has continually contributed to establishment of more robust and effective internal financial control framework to adherence to Company’s policies, safeguarding of assets, prevention and detection of fraud and error, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

• **REASON FOR RESIGNATION OF DIRECTOR [SECTION 168(1)]:**

Mr. Parshotambhai Sakhia (DIN: 07780714) and Mr. Dhirajlal Sakhia (DIN: 07756790), Independent Directors of the Company, has submitted their resignation from the Directorship of the Company w.e.f. August 15, 2019 and September 04, 2020 respectively pursuant to some personal reasons.

• **AUDIT COMMITTEE:**

The details of Audit Committee in terms of Section 177(2) of the Companies Act, 2013 of the Company are as under:

Sr. No.	Name of Member	Designation	Designation in Committee	No. of Meeting Attended
1.	Parshotambhai M. Sakhia (DIN: 07780714) (Resigned from August 15, 2020)	Independent Director	Chairman	2
2.	Dhirajlal B. Sakhia (DIN: 07756790)	Independent Director	Member Chairman (w.e.f. November 13, 2020)	4
3.	Vijaybhai G. Shingala (DIN: 07662235)	Managing Director	Member	4
4.	Shardaben N. Bhalala (DIN: 08467162)	Independent Director	Member (w.e.f. November 13, 2020)	1

• **NOMINATION AND REMUNERATION COMMITTEE:**

The details of Nomination and Remuneration Committee in terms of Section 178 (4) of the Companies Act, 2013 of the Company are as under:

Sr. No.	Name of Member	Designation	Designation in Committee	No. of Meeting Attended
1.	Parshotambhai M. Sakhia (DIN: 07780714) (Resigned from August 15, 2020)	Independent Director	Chairman	1
3.	Shardaben N. Bhalala (DIN: 08467162)	Independent Director	Chairperson (w.e.f. November 13, 2020)	2
2.	Vaishaliben V. Shingala (DIN: 07662204)	Woman Director	Member	3
3.	Dhirajlal B. Sakhia (DIN: 07756790)	Independent Director	Member (w.e.f. November 13, 2020)	1

• **STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The details of Nomination and Remuneration Committee in terms of Section 178 of the Companies Act, 2013 of the Company are as under: (w.e.f. November 13, 2019)

Sr. No.	Name of Member	Designation	Designation in Committee	No. of Meeting Attended
1.	Dhirajlal B. Sakhia (DIN: 07756790)	Independent Director	Chairman	1
2.	Shardaben N. Bhalala (DIN: 08467162)	Independent Director	Member	1
3.	Vaishaliben V. Shingala (DIN: 07662204)	Woman Director	Member	1