

Meeting

the needs of
our time



**John Cockerill
India Limited**
(formerly CMI FPE Limited)

Annual Report
2019-2020



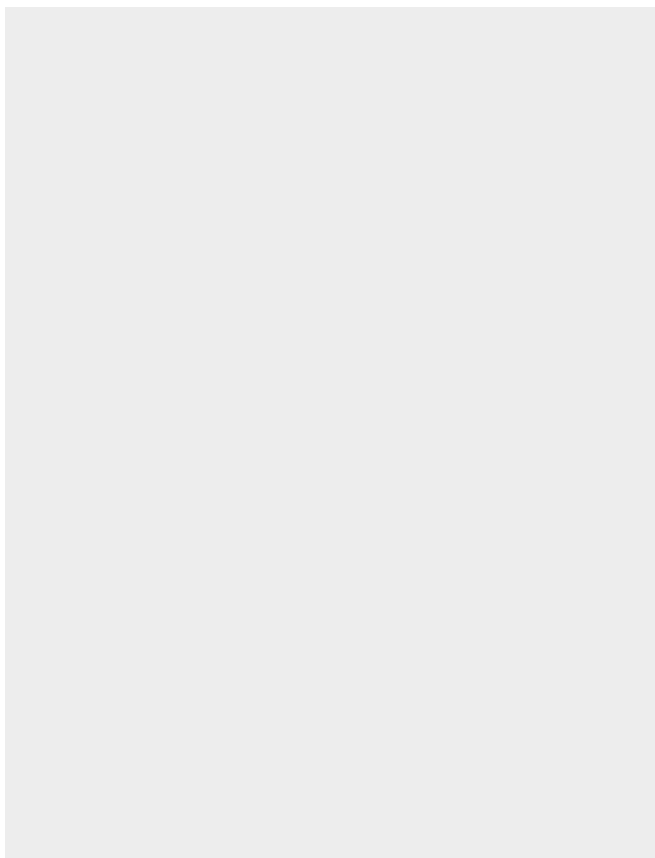
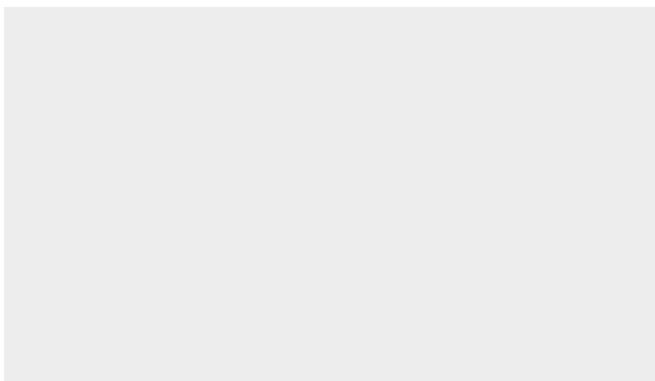
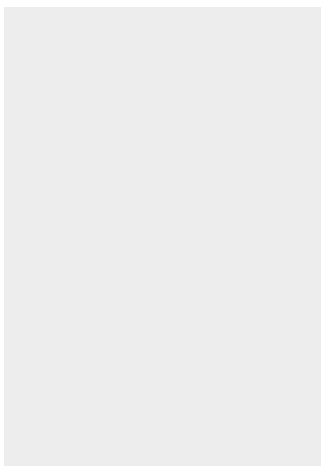
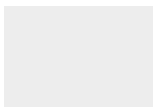
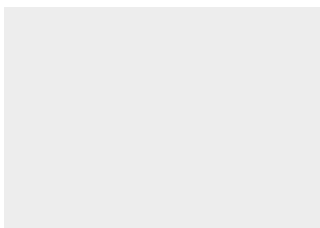




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Message from the Chairman

Dear Shareholders,

I would like to start with a deep and heartfelt but positive thought for each of you, your families and your friends. Covid-19 has struck each of us and our families with vulnerability and separation. For those who have a loved one in a hospital or retirement home, there is additional anxiety and distress of not being able to take care for them personally. For many among us, we also worry about the coming days: how will we succeed in overcoming this virus and at what cost?

However, as always, in these unprecedented circumstances, devotion to others, compassion and altruism become evident in a remarkable and admirable way. Front-line healthcare professionals demonstrate for us, every day, the meaning of the Hippocratic Oath and all that it entails. They have our heartfelt thanks! This crisis also shows us the real values humanity needs: protection of life, health, solidarity and the ties that unite us.

This is also true for the John Cockerill Group, which has been operating for several months, in China, and more recently in Europe, in America and also in India, in a restricted way, with empty offices and contact reduced to a minimum. And yet we continued to operate at the service of our clients. Innovative projects and collaboration still continue thanks to technology; friendly and social relationships are organized, no longer centered around the coffee machine but virtually. The John Cockerill team spirit is always present.

In the meantime, the return to economic normality is likely to be a slow and bumpy process. The rupture in the labor market and ongoing social distancing will weigh heavily on consumer spending post-crisis, while firms will be very cautious on capital spending. Official forecasts predict a 'technical' pick-up in global GDP growth in 2021, but pre-virus levels of GDP are unlikely to be reached until mid-2022 at the very earliest. This is despite massive policy stimulus.

And while 2019 will be remembered as a difficult year for the Indian economy, the expectations in 2020 are not much brighter. In late May the Reserve Bank of India (RBI) trimmed India's growth forecast for FY21 as the coronavirus pandemic and the nationwide lockdown has disrupted economic activities and severely impacted revenues. The GDP growth in 2020-21 outlook is highly uncertain, but is expected to remain in the negative territory with a recovery in economic activity expected to begin in Q3 and gain momentum in Q4 as supply lines are gradually restored to normalcy and demand gradually revives.

For us this means that we must navigate by sight, and take difficult decisions, which will certainly touch and have an impact

on many units of our company, our Sector Industry and the entire Group. These measures are necessary to deal with the crisis we are facing, as well as the expected post-crisis challenges.

We must think and reflect on how the company will be when we emerge from this crisis. Our strategy will need to be adjusted, opportunities will be created and we will have to be agile enough to seize them.

Our Group has a long history, made up of high points, discoveries and collective achievements, but also difficult periods during wars and economic downturns. Each time the Group has transformed itself and emerged stronger and more united. This is because our Group has always been able to adjust to the needs of its time and increasingly diversified its activities, not only geographically but also in terms of products and markets. A diversification that allows us to withstand more difficult periods, and more particularly, it will help us to absorb the impact of a crisis like the current COVID-19 pandemic.

2019 was, however, a rich and complex year for the Company. With numerous customer markets already in a downward cycle, our company still lived up to its commitments in many regards. As such, we continued the progress towards our mid-term objectives. Safety, efficient use of resources, reduction in greenhouse gases, sustainable solutions, and diversity are all areas in which our ambitions and objectives have been reaffirmed with determination.

Also in 2019, inspired by the visionary spirit of our founder, our Group reconnected with its roots and became John Cockerill again. The adopted fresh perspective, centered on the client and in the best interest of the Group, enabled the alignment to our Group's vision, strategy and objectives, resulting in an organization and leadership team that is more than ever battle-ready to face the complex and ever faster changing economic context, and last but not least, helped it tackle the current pandemic and this period of crisis.

In this context I am delighted to share with you, that on June 16th, 2020, our company has obtained the official approval by the Registrar of Companies, Mumbai of the State of Maharashtra to rename CMI FPE Limited into John Cockerill India Limited.

This is a major milestone for our company, allowing our clients to reap the many benefits of the global John Cockerill brand and perfectly illustrating our Group's growing ambition on the Indian sub-continent, also and maybe especially, in the post-Covid-19 era.



Adherence, cooperation and respect for commitments are the glue that holds us together. The creation of a new team spirit around a common project with an organization and a discipline around specific objectives and mandates for each of our activities is the synthesis, and the declared goal in the weeks, months and years to come.

2019 also opened a new chapter in the story of our company. Vivek Bhide, our company's new Managing Director, has been writing its first pages, bringing a fresh viewpoint to a comprehensive review of our structure, strategy, culture and sustainability program. Vivek currently works with the entire management team to unveil our company's purpose – the why that unites us all and gives us a shared direction: Enable opportunities. At scale. To meet the needs of our time. By being more sustainable. More responsible. More profitable. More human.

And our current reality calls us to do precisely this, especially now. On the behalf of the Board of Directors, I would like to thank Vivek for his commitment, and the strength and serenity that he has demonstrated throughout the current crisis.

It is obvious that since the beginning of the year the world has changed. Our company cannot remain indifferent to this upheaval which will have heavy consequences not only for our employees and their families, but also our clients, our company and the entire Group.

It should be mentioned at this point that our company's senior management has decided to take a 20 - 25% cut in their salaries to help the company through this severe, global economic downturn. They, just like most of the Group's worldwide management, have been rising to the challenge in these unprecedented times, and shown that our employees are at the heart of our Group's humanist values.

On behalf of the Board of Directors and myself, I would like to address my heartfelt thanks to all our company's employees, whatever their function or level, for their commitment, professionalism, solidarity and the support provided during the last few months. In the current situation, it is more than ever vital for a Group like ours being able to count on its employees.

And while we realize that the post-crisis period ahead will certainly be difficult, it is with this spirit, this solidarity and this determination that we will emerge from this stronger together.

Let me conclude with the following words: the coming months will not be easy for anyone! Know that we will find our way through them with clear-headedness, commitment and confidence!

My thoughts are with you and your families, and I thank you again for your confidence!

Yours sincerely,

João Felix Da Silva

June 19, 2020

BSE Scrip Code: - 500147

John Cockerill India Limited, the new name of John Cockerill's Indian Hub, the former CMI FPE Limited

Mumbai, June 19, 2020 - After the official approval by the Registrar of Companies, of the State of Maharashtra in Mumbai, CMI FPE Limited, the Indian hub of the John Cockerill Group with headquarters in Belgium, announced its corporate name change to John Cockerill India Limited, effective June 16, 2020.

John Cockerill India's (formerly CMI FPE) clients, vendors, and partners will find no change in the quality of products or services offered, obtaining information on products or services, or conducting business with the newly renamed company. Along with the name change, John Cockerill India will fully align with the new John Cockerill brand identity, including the John Cockerill logo and all future business activity will be conducted under the new name.

"With the name change, we fully connect with our Group's roots and the visionary and entrepreneurial spirit of our founder, John Cockerill. This is a major milestone for our company, perfectly illustrating our growing ambition on the Indian sub-continent." said Vivek Bhide, Managing Director of John Cockerill India, "Clearly, for our clients and business partners and the interactions with our teams, nothing changes, and we look forward to continuing our successful and friendly collaboration with all of our stakeholders under our new company name."

"With the support of the Industry Sector's other worldwide entities, John Cockerill India will continue to provide best-in-class technological solutions for the steel industry, while our clients will reap the many benefits of the global John Cockerill brand." adds João Felix Da Silva, Chairman of the board of John Cockerill India, and Executive President of John Cockerill Industry, the Group's sector of which John Cockerill India is a part.

"The brand John Cockerill and our new identity illustrate the state of mind that guides us on a daily basis: to think differently, to take a fresh look at things, to provide answers to the needs of our time and tailor-made solutions to our clients." concludes Mr. Felix Da Silva.

About John Cockerill

The John Cockerill Group perfects large scale technological solutions to respond to the needs of its times: preserve natural resources, contribute to greener mobility, produce sustainably, fight insecurity and facilitate access to renewable energy.

Its offering to businesses, governments and communities consists of services and associated equipment for the sectors of energy, defense, industry, the environment, transport and infrastructures.

Stimulated since 1817 by the entrepreneurial spirit and thirst for innovation of its founder, the over 6000 employees of the John Cockerill Group achieved a turnover of 1.3 billion euro in 23 countries on five continents in 2019.

www.johncockerill.com • 2018.johncockerill.com

About John Cockerill Industry

Industry, one of the John Cockerill Group's 5 sectors of activity, designs, supplies and modernizes cold rolling mills, processing lines, chemical and thermal treatment installations for the steel and the non-ferrous industry.

It also provides state-of-the-art heat treatment technologies for the aviation, forging and casting industry, as well as surface treatment installations for all types of industries, including automotive and aviation, with a particular focus on the MRO (maintenance, repair, and overhaul) segment.

Based on decades of experience and successfully running references all over the world, John Cockerill Industry also provides lifecycle services, as well as training and technical assistance.

Press contacts

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John Cockerill India Investors & Shareholders: haresh.vala@cmifpe.com + 91 22 (0) 6676 2727

Corporate Information

Board of Directors

Mr. Joao Felix Da Silva	Chairman
Mr. Vivek Bhide	Managing Director (from February 8, 2020)
Mr. Yves Honhon	
Mr. D. J. Balaji Rao	
Mr. N. Sundararajan	
Ms. Roma Balwani	
Mr. Nandkumar Dhekne	from February 7, 2020
Mr. Jean Gourp	from June 25, 2020

Chief Financial Officer

Mr. Kiran Rahate from August 1, 2019

Company Secretary

Mr. Haresh Vala

Bankers

Canara Bank
Kotak Mahindra Bank Limited
ICICI Bank Limited
Standard Chartered Bank
Mashreq Bank psc

Auditors

S R B C & Co. LLP, Chartered Accountants

Cost Auditors

Kishore Bhatia & Associates, Cost Accountants

Legal Advisors

Agrud Partners, Advocates & Solicitors

Registrar and Share Transfer Agent

Bigshare Services Private Limited

Registered Office

Mehta House, Plot No. 64, Road No. 13, MIDC, Andheri East, Mumbai 400093

Contact Details

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Email : investors@cmifpe.com

Website : www.johncockerillindia.com

Notice

Notice is hereby given that the **Thirty Fourth Annual General Meeting of the Members of John Cockerill India Limited (formerly CMI FPE Limited) ("the Company")** will be held on **Thursday, August 27, 2020 at 2.30 p.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")** to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company including audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend on the Equity Shares of the Company for the financial year ended March 31, 2020.
3. To appoint a Director in place of Mr. Yves Honhon (DIN 02268831), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. To consider and approve the appointment of Mr. Nandkumar Dhekne (DIN 02189370) as an Independent Director of the Company

To consider and if thought fit, to pass the following resolution **as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**), Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"the Listing Regulations"**) (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and as recommended by the Nomination and Remuneration Committee, Mr. Nandkumar Dhekne (DIN 02189370) who was appointed as an Additional Director of the Company with effect from February 7, 2020, pursuant to the provisions of Section 161 of the Act and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature as an Independent Director and who has submitted the declaration that he meets the criteria of independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from February 7, 2020.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

5. To consider and approve the appointment of Mr. Vivek Bhide (DIN 02645197) as a Director of the Company

To consider and if thought fit, to pass the following resolution **as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) and the Rules made thereunder (including any statutory modification(s), clarification(s), substitution(s) or

re-enactment(s) thereof for the time being in force) and as recommended by the Nomination and Remuneration Committee, Mr. Vivek Bhide (DIN 02645197) who was appointed as an Additional Director of the Company with effect from February 8, 2020, pursuant to the provisions of Section 161 of the Act and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature as a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

6. To consider and approve the appointment of Mr. Vivek Bhide (DIN 02645197) as the Managing Director of the Company

To consider and if thought fit, to pass the following resolution **as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (**"the Rules"**) (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and subject to consents, permissions and sanctions of appropriate and / or concerned authorities and subject to such conditions and modifications, as may be prescribed, imposed or suggested by any of such appropriate and / or concerned authorities, if required, while granting such approvals, consents, permissions and sanctions and as agreed by the Board of Directors of the Company (hereinafter referred to as **"the Board"** which term shall be deemed to include the Nomination and Remuneration Committee) without any further approval of the members of the Company, the consent of the members of the Company be and is hereby accorded for the appointment of Mr. Vivek Bhide (DIN 02645197) as the Managing Director of the Company for a period of 3 (three) years commencing from February 8, 2020, not liable to retire by rotation, on the terms and conditions and remuneration as stipulated herein below :

Remuneration :

Total Remuneration : Not exceeding an overall ceiling of ₹ 5 crores per annum. The total remuneration (cost to the company basis) for the first year of his term shall not exceed ₹ 4 crores per annum. Subsequent revisions in the remuneration will be determined and approved by the Board within the above overall ceiling.

1. Basic Salary for the first year - ₹ 13,03,000/- (Rupees Thirteen Lakhs Three Thousand only) per month.
2. Housing : Furnished rent free accommodation or house rent allowance in lieu thereof.
3. Reimbursement of expenses incurred on entertainment for business purposes & Club subscription.

4. Other Allowances, Perquisites and Incentive : Subject to overall ceiling as aforesaid, the Managing Director shall have liberty to opt for such other allowances, perquisites and incentive as he deems fit including medical allowance, leave travel allowance and such other allowances, benefits, amenities and facilities, etc. as per the Company's Rules or as may be agreed to between the Board of Directors and the Managing Director.
5. The Managing Director will also be a member of the Group Medical and Personal Accident Insurance policies of the Company. He will be covered under the Company's Life Insurance under the Company's Group Term Life Insurance policy equivalent to 3 times of fixed annual salary.
6. Reimbursement of Health Insurance (Mediclaim) premium for the parents of the Managing Director as per the Income Tax Act.
7. Reimbursement of fees of consultant for calculation of taxes to be filed by the Managing Director and his wife as agreed by the Board.
8. Special Retention Allowance as may be agreed by the Board.
9. Performance Link Management Incentive (PLMI) once in a year as per the Company's PLMI policy. As a special case, PLMI for the year 2019-20 be paid for the entire year based on the criteria decided by the Board.
10. Car running allowance and telecommunication facilities as per the rules of the Company.
11. The appointment is terminable by giving not less than three months' notice in writing on either party or as may be agreed by the Board.

In addition to the perquisites referred above, he will also be eligible to the following perquisites, which shall not be included in the computation of the ceiling on remuneration :

- Retirement benefits : Contribution to provident fund, superannuation fund or annuity fund and gratuity fund shall be made as per the rules of the Company.
- Earned leave with full pay or encashment, as per the rules of the Company.
- Reimbursement of expenses incurred for the business of the Company.

Subject to the applicable provisions of the Act, perquisites and allowances shall be evaluated as per Income Tax Rules, 1962 wherever applicable and at cost, in the absence of any such Rule.

RESOLVED FURTHER THAT the Board, and the Nomination and Remuneration Committee be and are hereby authorised to vary, amend, modify and revise from time to time the terms of remuneration payable to Mr. Vivek Bhide as Managing Director, within the above overall limit, as may be deemed appropriate.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to make necessary application(s) to such authorities, as may be required, for seeking its approval and to do and perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to seek necessary approvals and settle any questions, difficulties or doubts that may arise in this regard."

7. To consider and approve the appointment of Mr. Jean Gourp (DIN 02268912) as a Non-Executive Director of the Company

To consider and if thought fit, to pass the following resolution **as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) and the Rules made thereunder (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and as recommended by the Nomination and Remuneration Committee, Mr. Jean Gourp (DIN 02268912) who was appointed as an Additional Director of the Company with effect from June 25, 2020, pursuant to the provisions of Section 161 of the Act and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature as a Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

8. To consider and grant approval for Material Related Party Transactions

To consider and if thought fit, to pass the following resolution **as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the requirements of Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as **"the Listing Regulations"**), provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as **"the Act"**), provisions of Companies (Meeting of Board and its Powers) Rules, 2014 (hereinafter referred to as **"the Rules"**) (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and the approval of Audit Committee and the Board of Directors of the Company and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary, the omnibus prior approval of the members of the Company be and is hereby accorded for entering into the following proposed material Related Party Transactions with respect to sale and purchase of