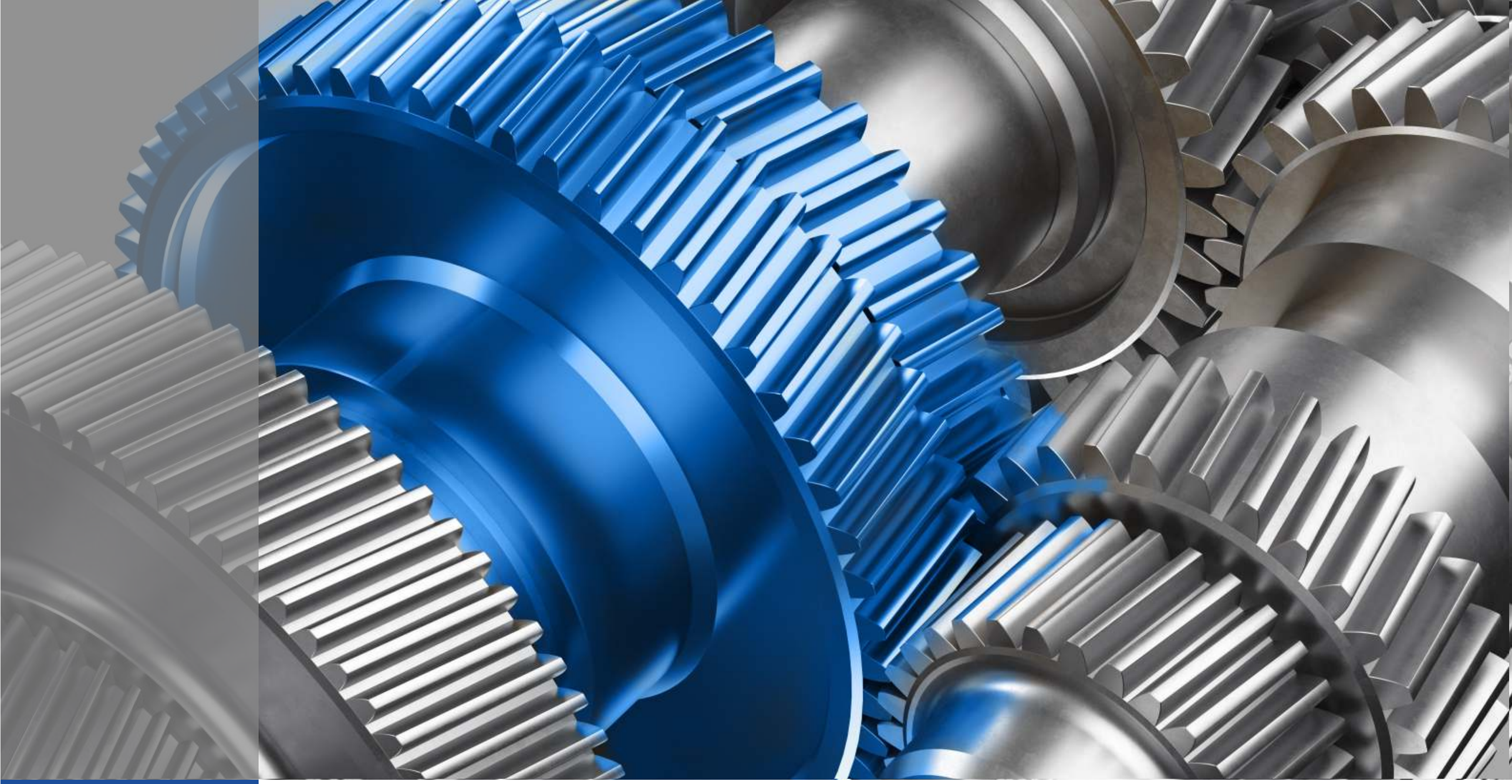
WINDSOR
Partner in Progress

FUTURE NEXT
We are future ready to make it possible.

Storytellers of a **Future Narrative**

ANNUAL REPORT
2021 - 22

WINDSOR MACHINES LIMITED



Storytellers of a Future Narrative

When the vision is beyond today,
The future is predictable.

When the technology is beyond today,
The future is predictable.

When the insights are beyond today,
The future is predictable.

We are windsor #futurenext

It takes grit to gain glory. Conviction to conquer. Drive to thrive. And a vision that goes beyond conventions to shape an unimaginable future. It has been six decades that Windsor Machines has transformed aspiration to inspiration and systems into ecosystems.

As forerunners of the plastics processing industry, we at Windsor Machines have blended cutting-edge technology with human prowess that stems from decades of experience and expertise in our domain. At Windsor Machines, we combine our legacy of top quality with the agility of responsiveness to build machines that are synonymous with trust.

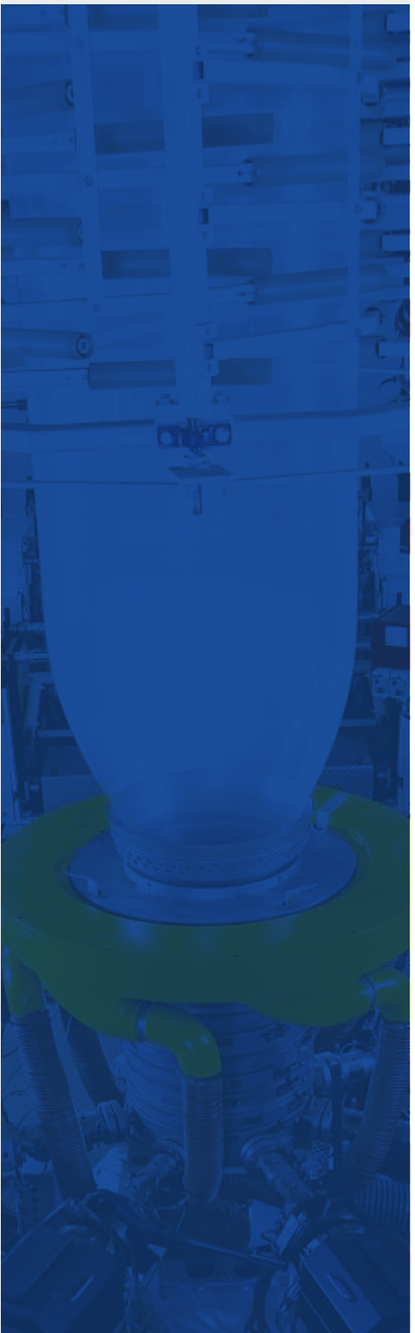
We are committed to consistently transform and reinvent ourselves and our capabilities. Over the past year, we have made significant investments and reinvented the way we operate.

Latest CNC Plant at Vatva, Gujarat

Contents

Corporate Profile 06
Message from the Executive Director & CEO 08
Milestone 10
Board of Directors 12
Management Discussion & Analysis 14
Corporate Information 28
Notice 29
Directors' Report 40
Corporate Governance Report 67
Certificate on Corporate Governance 84
Financial Statements 89
Independent Auditors' Report & Annexure 91
Balance Sheet 102
Profit & Loss Account 101
Cash Flow Statement 103
Notes to Accounts 107
Consolidated Financial Statements 150
Independent Auditors' Report 152
Balance Sheet 159
Profit & Loss Account 160
Cash Flow Statement 161
Notes to Accounts 165

Corporate Profile



At Windsor Machines, we have always been a solution-based company for the last 60 years. We combine our legacy of top quality with the agility of responsiveness to build machines that are synonymous with trust.

From creating our first machine that redefined the plastics industry, we have grown into a Company that is touching everyday lives in more ways than one. At the onset of our journey towards the next half century, we are perfectly poised to create greater value for each interacting partner.

We are reckoned as one of the select few companies in the world, serving and supporting the varied needs of plastics processing industry across 65 countries with an impressive installation base of over 30,000 cutting edge machines with latest technologies of the prevailing times. Our key business verticals include Injection Moulding, Pipe Extrusion and Blown Films Lines - All under one roof.

Furthermore, our association with few of the market leaders in the world like Kuhne GmbH (Germany), and the acquisition of Italtech (Italy) has enabled us to build technological excellence and rise rapidly in the competitive world. As a leading machinery supplier with lowest running cost (per kilo of polymer processed), our core philosophy of working for our customers' profits, which always remains at the heart of everything we do.

Message from the Executive Director & CEO

VINAY BANSOD
Executive Director & CEO

"Our Customer First approach is helping your Company grow business faster and better."

A TRANSFORMATIVE YEAR FOR AN INNOVATIVE FUTURE

The journey of Windsor has always been about offering solutions to our customers. As a top corporate player, our efforts are aimed at creating happy customers across the globe. When it comes to the core values of Windsor Machines Ltd., the bedrock of our values lies in our people, who are our greatest assets as they understand the value of delivering best performances to create trailblazing solutions for our customers. We foster a highly productive work environment that enables new ideas, optimizes the existing and upgrades the past ones.

This year was replete with challenges, owing to the pandemic and I must say that your Company weathered the storms through its core attributes of constant innovation to create values for our customers, customer-centric approach and building strong working relationships for years to come. Our association with Kuhne GmbH (Germany) and the acquisition of Italtech (Italy) has enabled us to build technological excellence and rise rapidly in the competitive world.

When we think design, we think future. Our machines excel in performance and efficiency to cater to the customers' changing needs. As a long term and sustainable strategy, we are continuing product developments both at Injection and Extrusion divisions. Our latest developments in Injection Moulding (like SPRINT800 for furniture, WINX for high weight HDPE fittings & higher tonnage KL two platen machines) and Extrusion divisions (high output PVC, PE pipe plants and multilayer film plants) are helping us to cater to the growing needs of our customers. We are also enhancing the capacities to take care of the future growth.

Our thoughtful actions put together ensured certainty of growth in uncertain times. Operating margins are improving even after facing the challenges of raw material price rise, supply chain troubles in semiconductor items, shortage of containers and airline availability etc.

I would like to express my gratitude to my fellow Directors for their continuous support and guidance toward the Company's growth aspirations. My sincere appreciation to all our valuable Shareholders for their support and the stakeholders, who continue to be our Partners in Progress. Lastly, my sincere gratitude to the management team and the support staff for their hard work and determination for timely executing the Company's strategies.

I seek your continued support as we gain momentum to continue Progress in the Future.

Milestone

Eversince its inception in 1963 it's been an eventful journey for us and the growth path is so illustrious Windsor could carve a niche for itself in the plastics processing machinery manufacturing.

2018
- Conical extruder – CON63 (for CPVC pipes)
- Dual line TD-63 in 260 mm centre distance (high speed twin line for CPVC & PVC pipes)
- Foam Core Pipe Die Head PV-3-250 3 layer pipe Die head model TSM 250 & TSM 450 for HDPE pipes
- WCP-250 model Die head for PVC Column pipes

2019
- BARON Series (5-layer Mini POD blown film plant)
- Pipe cutting unit WH-C-250 model planetary cutter with chamfering unit for PVC pipes
- A-B-A type 3 layer HDPE pipe Die head model TSM-250 & TSM 450

2021
- Launched Sprint 800

2022
- WINX series
- TTU-250/4T model 4-Track Haul-off with higher tractive force for HDPE pipes

2017
- National Award for KL series
- Chipless cutter model Sleec-250 for HDPE pipes
- DS-280 model Double Spider Die head for PVC pipes
- P-110 HV model high volume Die Head for PVC pipes

2016
- Aron series (5-Layer POD blown film plant)
- Sleec-110 (chipless cutter models Sleec-110/450 for HDPE pipes)
- HDPE pipe Die head model SM 250 IPC (internal pipe cooling)
- P-63-CPVC (Die head for CPVC pipes)

2015
- KL, Winelec series
- Magnate series (7-Layer blown film plant)
- Agile series (higher output extruders for PE pipes)

2014
- Winfit, Winpack, Winpet series

2013
- Acquisition of Italtech
- Excel series

1996-97
- Introduction of KTS extruders & DIGIMICRO IMM
- Technical collaboration with Sumitomo for IMM

1998-99
- Introduction of Sumo and Sprint series

2000-01
- POLO IMM series launched

2004-05
- The company renamed as Windsor Machines Ltd.
- Introduced REX Series

2005-06
- Castle series

2008-09
- Armour series

2011-12
- BARON Series (5-Layer blown film)
- SPEED Series (Higher output extruders for PE pipes)

1995
- Introduction of WIN-MICRO & DIGIBLO

1994
- Company renamed as DGP Windsor India Ltd.

1993
- Collaboration with KUHNE, Germany for Multilayer Blown Film lines.

1992
- Collaboration with Wavin, Netherlands for Twin Screw extruder.

1988
- A technical collaboration with M/s Klockner Ferromatic Desma GmbH for manufacturing of the Art technology FR series as well as Fully close loop FM series Injection Moulding machines.

1988
- New Injection facility at Chhatral, Gujarat.

1963
- Incorporated as Windsor Engineering Pvt Ltd.

1965-66
- Introduced IMM Series WP & SS3 Auto

1972
- Collaboration with Bekum, Germany for Blow Moulding machines.

1980-81
- Introduction of SP series IMM, BM series BMM & Rc100 Pipe plant.

1985
- New Extrusion facility setup at Ahmedabad, Gujarat.
- Went public

1987
- New Injection facility at Chhatral, Gujarat.

There's a bit of Windsor in your *everyday life*

Board of Directors

Shishir Vasant Dalal

Mr. Shishir Dalal is a renowned and accomplished Fellow Chartered Accountant. He was the Senior Co- Founder Partner in Dalal & Shah Chartered Accountants, a renowned firm which had clients like Jain Irrigation Group, Bajaj Group, Kalyani, Kirloskar, Raymond, Century Textiles, Parle Bisleri which later became a network firm of PwC India and PwC Worldwide. He also serves as an Honorary Vice President in BCJ & Asha Parekh Research Hospital in Santacruz.

Manoj Lalchand Lodha

Mr. Manoj Lodha is a qualified Chartered Accountant, Cost Accountant and Law Graduate. He has wide knowledge, skills and experience of over 30 years in the field of Securities and Corporate Laws, Finance, etc. He was associated with Jain Irrigation Systems Limited as President & CFO for 25 Years and has strong financial and leadership skills backed with effective communication skills.

Mahendra Kumar Arora

Mr. Mahendra Kumar Arora is a post graduate in Commerce, Law Graduate, qualified Company Secretary (ACS) and Cost & Works Accountant (AICWA). He has expertise in Secretarial & Legal coupled with an experience of more than four decades in Corporate Law and General Management.

Jayant Mahendra Thakur

Mr. Jayant M. Thakur is a qualified Chartered Accountant and practicing in Mumbai since 30 years. He has vast experience in the field of Securities and Corporate Laws, Tax, etc. and is an expert in Finance & Taxation.

Vinay Girdhar Bansod

Mr. Vinay Bansod is a Bachelor of Engineering graduated from Govt. College of Engineering, Amravati (Maharashtra). His vast experience of over 27 years conjures up in Strategic Planning & Execution, Cost Cutting, Technology Development & AI. He is associated with the Company since 10 years. And before taking charge as Executive Director & CEO in May, 2021 he was the Business Head of the Company and his appointment as a Director has immensely benefited the Company through his insightful working standards and expertise.

Mahua Roy Chowdhury

Ms. Mahua Roy Chowdhury is a qualified Advocate and a registered Patent Attorney with more than 18 years of experience, she is also a Principal Partner in Royzz & Co., a Law Firm based in Mumbai. She holds an LLM in Intellectual Property Law from Franklin Pierce (now Pierce Law), USA.

Management Discussion & Analysis

Management Discussion and Analysis Report popularly known as MDAR is the communication straight from the management to their valued shareholders giving them insights into the present business conditions of the company and its future potential. It gives a bird's eye view about the Company's objective, predictions and forward looking statements. This report is an integral part of the Boards' Report.

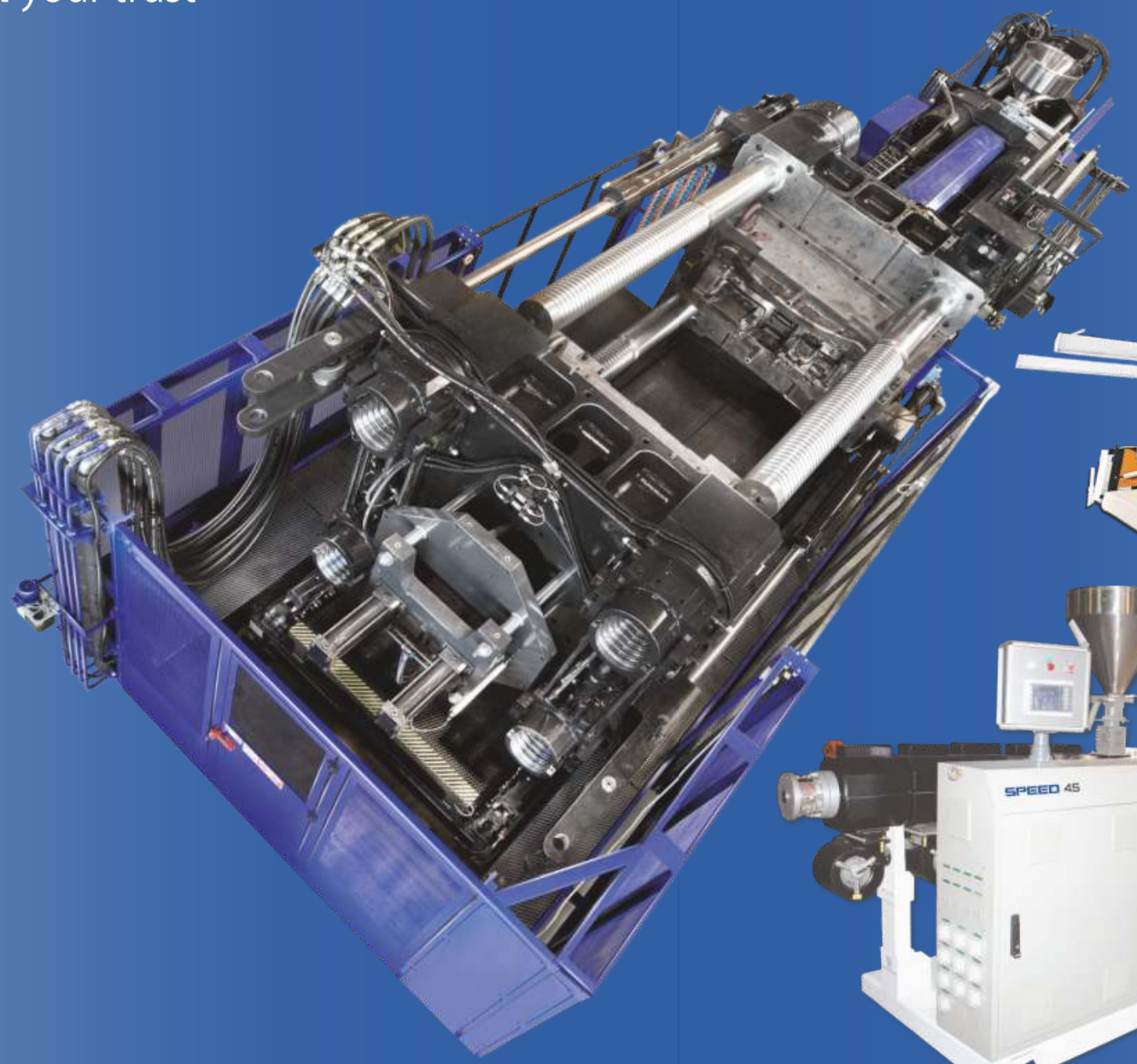
Aspects on industry structure and developments, opportunities and threats, outlook, risks, internal control systems and their adequacy, material developments in human resources and industrial relations have been covered in this report.

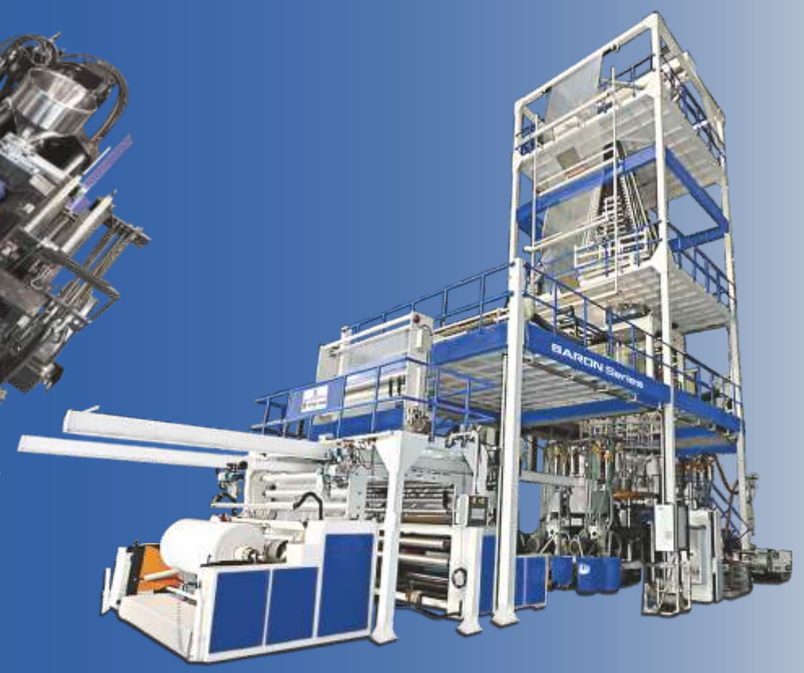
Machines that **WIN** your trust

Technological excellence is the driving force of the plastics industry. Your Company has extensively invested in an infrastructure that can yield consistent output at larger scale. We have always been exploring possibilities that redefine the plastics industry.

The idea isn't to replace humans through machines but create an ecosystem where human intelligence blends with technological excellence with machines that are reliable, consistent, and a cut above the rest. To sum it up, machines that win your trust.

SPEED THAT ADVANCES IMAGINATION
STRENGTH THAT DEFIES BOUNDARIES
STYLE THAT SETS NEW TRENDS
FUTURE IS FANTASTIC
Windsor Makes it POSSIBLE





INJECTION MOULDING MACHINES | PIPE EXTRUSION LINES | BLOWN FILM CO-EXTRUSION LINES

Industry Structure and Development

As you are aware, your Company has been engaged in business of manufacturing of plastic processing machinery, which includes Pipe Extrusion, Blown Film Extrusion and Injection Moulding Machines.

Injection Moulding Machinery

versatile process with multiple applications, the Injection Moulding Machinery has found wide application in varied industries. Its attributes like high material stability, high durability, cost-effectiveness, energy efficiency, material recyclability, lightweight, and wide range of materials makes it one of the highly demanded technologies across the plastics industry spectrum.

At Windsor Machines, we create Injection Moulding Machines, which are globally renowned for enhanced reliability, higher machine up time and greater productivity. We offer different types of Injection Moulding machine, like Excel series – toggle type, Sprint series – hydro mechanical type and KL series - 2-platen type. Our machines are used for enormous variety of applications ranging from households, furniture, medical, white goods, electrical & electronics, automotive, packaging and construction industry to name a few.

Pipe Extrusion Industry

The key advantage of Pipe Extrusion is that profiles of such pipes can be made to any length. The compressive force in this process allows large deformation as compared to drawing in single pass, hence it is extensively used in pipes manufacturing. With the rapidly developing automotive and construction sector, the Pipe Extrusion Industry has witnessed a surge in the recent decade and continues to grow exponentially with each passing year. At Windsor Machines, our Pipe Extrusion Lines with the best-in-class Single Screw and Twin-Screw technologies cater to the PE, PP, PPR, CPVC, UPVC and HDPE segments. We offer an extensive range of pipe diameters from 20mm to 1200mm for varied applications in agriculture, drip irrigation, telecom, potable drinking water solutions.

Blown Film Extrusion Industry

The demand of blown film extrusion machine market is growing on account of advancements in plastic manufacturing. The use of plastic films in the packaging industry is a key consideration from the perspective of market growth. Several industry experts have iterated the need for ensuring seamless control over packaging and logistics of products. This has created tremendous demand for high-end packaging materials. Hence, the global blown film extrusion machine market is set to expand at a starry pace in the years to follow. Furthermore, the use of blown film extrusion machine to accelerate the process of plastic manufacturing has also aided market growth.

Economic Environment

Challenges have always fascinated us and inspired us to come up with new solutions. The recent pandemic has changed the entire game of plastics industry. Demand for plastics skyrocketed and created multiple ecosystems that offered solutions across varied industries.

This outcome might come across as a success story, but like every success story, it is replete with challenges and setbacks. Your company, Windsor Machines was severely impacted by the various challenges posed from time to time. However, with persistent and sustained efforts, our team has managed to combat various challenges and achieved a commendable business performance at the end of the financial year.

The global plastics processing machinery market is expected to gain significant momentum over 2021-2027, owing to the high awareness about the myriad benefits of plastic processing techniques, such as design flexibility, coupled with the rapid adoption of this machinery in food & beverage and other end-use industries.

Food manufacturers have been deploying plastic injection moulding and other processes to create complex and identical goods with a low error risk. Shifting preference from metal and glass to plastic packaging to ensure food & beverage safety will further stimulate the industry demand in the upcoming years.

Global Economic Overview

As we witnessed economic recovery for the Financial Year 2021-22 with the sign of pandemic waning away, wide vaccination coverage and economic stimulus packages. The economic activity rebounded albeit at a slower pace. The global economy grew by 5.9% in FY21, after a degrowth of 3.1% in FY20 which was supported by stimulus packages provided by Governments, ease of restriction and aggressive vaccination throughout the world.

However, towards the end of third and fourth quarter consequently, we experienced further cases in covid and its other variants. Steep increase of cost of ferrous and non-ferrous raw materials, supply troubles of controls and drives due to semiconductor chip shortages and geopolitical tension caused by Russia-Ukraine war stalled economic recovery. This caused supply chain restrictions, rise in crude oil prices leading to rise in inflation. The return of lockdowns in China, rising prices of household materials would further lead to slowdown of economic growth.

Indian Economic Review

Pandemic-induced supply side disruptions have pushed up input costs, leading to upward inflationary pressure. However, backed by strong forex reserves, the Indian economy was better placed to withstand this impact. Indian Government has been consistently pushing supply-side reforms like deregulated several sectors, simplified processes, removed retrospective taxation, accelerated privatization, and introduced production-linked incentives.

Underlying economic indicators like GST collection for FY22, which stood at a little over ₹ 14.8 trillion suggest strong economic recovery. Despite supply side constraints, inflationary pressures and the impact of geopolitical tensions, India's growth story continues to remain intact.

The wide coverage of vaccination programme across the country along with supportive policies helped the Indian economy withstand challenges posed by pandemic. Second advance estimates by the Ministry of Statistics and Program Implementation put India's FY22 GDP growth at 8.9% as compared to a 7.3% contraction in FY21, hinting at an overall recovery of economic activities to pre-pandemic levels.

Opportunities and Threats

The pandemic, despite two years, continues to pose challenges and our team resiliently explores new opportunities. Plastic has once again proved to be the "Go-To" material and this was amply demonstrated during the current Pandemic situation.

With renewed focus and awareness on hygiene and safety, your Company witnessed a rise in demand for plastic products thereby resulting in increased demands for plastics processing machinery. However, the expectation of our esteemed customers is to have machine deliveries at a shorter lead time when the delivery lead times for certain item categories like servo motor/drives, machine controls and precision electronic items increased from a normal 2-3 months to 8-9 months.