



# CHAMAN METALLICS LIMITED

Ref. No.: CML/44/2023-24/NSE

Date: September 04, 2023

To,  
**The Manager - Listing Compliance**  
**National Stock Exchange of India Limited**  
**Exchange Plaza, Plot No. C-1, Block-G,**  
**Bandra Kurla Complex, Bandra (E),**  
**Mumbai-400051**

**Company Symbol: CMNL**

Dear Sir/Madam,

**Sub: Submission of Annual Report of the Company for the FY 2022-23.**

Pursuant to Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find enclosed herewith Annual Report of the Company for the FY 2022-23 including Notice convening the 20<sup>th</sup> Annual General Meeting (AGM) to be held on September 27, 2023.

The Annual Report and the Notice of AGM-2023 is also placed on the website of the Company i.e. [www.cmlgrgroup.com](http://www.cmlgrgroup.com) and can be accessed as per the details given below:

Annual Report for the FY 2022 -23:  
Investors > Financials & Annual Reports > Annual Report 2022-23.

Notice of AGM to be held on September 27, 2023:  
Investor > Notices & Updatations > Notice of 20<sup>th</sup> Annual General Meeting

We request you to take the above information on your records and disseminate the same on your respective website.

Thanking You,

Yours faithfully,  
**For CHAMAN METALLICS LIMITED**

**Rahul Relwani**  
**Company Secretary and Compliance Officer**



CIN : U27100MH2003PLC143049

Regd. Office & Works : A-26, M.I.D.C. Tadali Growth Centre, Tadali, Chandrapur - 442 406 (Maharashtra)  
Ph. : 8956980451, 8956980452

Correspondence : "G.R. House", Agrawal Complex, Samta Colony, Raipur - 492001 (C.G.)  
Ph. : 0771-4259100 Fax : 0771-4259111, E-mail : [cml@grgroupindia.com](mailto:cml@grgroupindia.com) / [admin@grgroupindia.com](mailto:admin@grgroupindia.com)



# CHAMAN METALLICS LIMITED

GROUP  
Benchmark of quality



Work is easy when you have  
all tools around you!

2023  
ANNUAL REPORT





GROUP  
Benchmark of quality

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## Diversifying Towards a Brighter Tomorrow

### Committed To Deliver with Integrity and Expertise

Over the years, our company has performed well in its existing operations of manufacturing sponge iron and related products that are crucial input for the steel industry and has now recognized the importance of diversification in order to achieve growth and success. We understand that in order to become one of India's leading steel makers in terms of capacity, we need to expand our operations to various sectors. This has led us to explore new opportunities and venture into different areas of business, allowing us to achieve economies of scale and thriving to become a well-diversified yet integrated and efficient steel Company. We have also proposed expansion of our product range in order to offer a variety of quality steel products to cater to different industries and customer needs.

In addition, we have enhanced our technological capabilities by investing in testing of quality of our products and production process, which has allowed us to improve our production processes, reduce costs, and increase efficiency. Our operating strategy has also helped us in taking apt decisions to mitigate risks and adapt to changing market conditions.



# Transformative Milestones

## Key Company Growth Milestones

Received Environmental Clearance in January, 2023

Listed on the Stock Exchange on 16th January, 2023

## Milestones That Matter

**65,156 MT**

Sponge Iron Produced (90% Capacity Utilised) in FY23

**64,649 MT**

Sponge Iron Sold in FY23

## Key Financial Milestones

**200 Cr+**

Turnover Mark Achieved in FY23

**108.76%**

PAT Growth YoY

**73.39%**

EBITDA Growth YoY

**23.13%**

Revenue Growth YoY



# Our Certifications



ISO 9001:2015 - Quality Management Systems - valid upto September, 2025

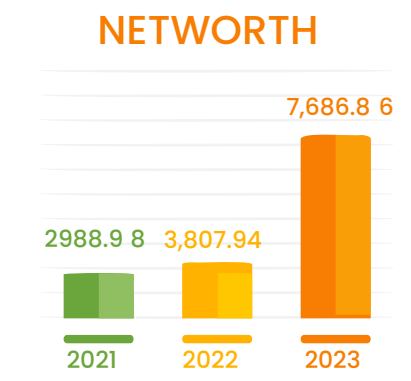
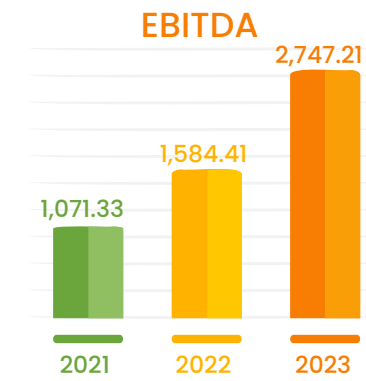
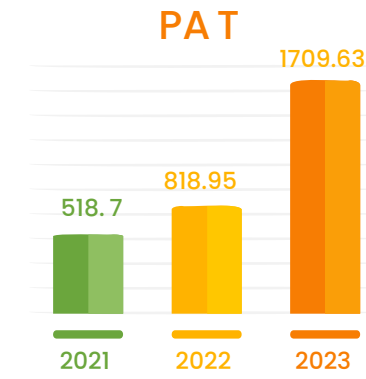


ISO 14001:2015 - Environmental Management Systems - valid upto September, 2025



ISO 45001:2018 - Occupational Health and Safety Management Systems - valid upto September, 2025

# Financial Overview In A Nutshell





## From Promoter Directors



From Promoter Directors

### Dear Shareholders,

We are pleased to share that Chaman Metallics Limited has managed to achieve great success since its acquisition by GR Group of Industries in the year 2019. The Company delivered a strong operating performance, marked by higher output and sales of our products. The Company recorded Revenue from Operations of Rs 22,761.86 Lakhs as compared to Revenue from Operations of Rs 18,486.79 Lakhs in previous financial year and profit after tax of Rs 1,709.64 Lakhs (Rs 818.95 previous financial year).

Despite the challenges posed by the market conditions, we have performed well and remained focused on our goal of becoming India's leading steel maker in terms of capacity and quality. Our expansion plans have been executed with prudence, and we are confident in our ability to continue to grow our business.

We are committed to delivering value to our stakeholders through our focus on growth, innovation, sustainability and diversification. As we move forward, we will continue to explore new opportunities and venture into different areas of business while staying true to our values of safety, quality, and sustainability.

We could not have achieved this success without the hard work and dedication of our team members. We would like to take this opportunity to thank them for their contributions and commitment to our company. Their hard work and dedication have been instrumental in our success.

Thank you for your continued support.

Sincerely,

From Promoter Directors

Promoter

## About Us Chaman Metallics Limited

Incorporated in 2003, we are primarily engaged in the business of manufacturing and selling of Direct Reduced Iron (i.e. sponge iron). Sponge iron is mainly used as a raw material for making steel in electric arc furnaces and induction furnaces. Through our sponge iron business, we cater to the metallic requirements of steel producers in selected geographies. Our Company was under the control of MSP Group from 2006 to 2019. **In 2019, the Company was acquired by GR Group of Industries** which operates in steel sector since 1996. Our business operations are organized synergistically, and we derive benefits after our acquisition by GR Group, which operates in various segment of steel i.e. Sponge Iron, Ferro alloys, MS Ingots and re-rolled products. Our manufacturing unit is based at Chandrapur, Maharashtra and is spread across an area of around 63 acres of land.

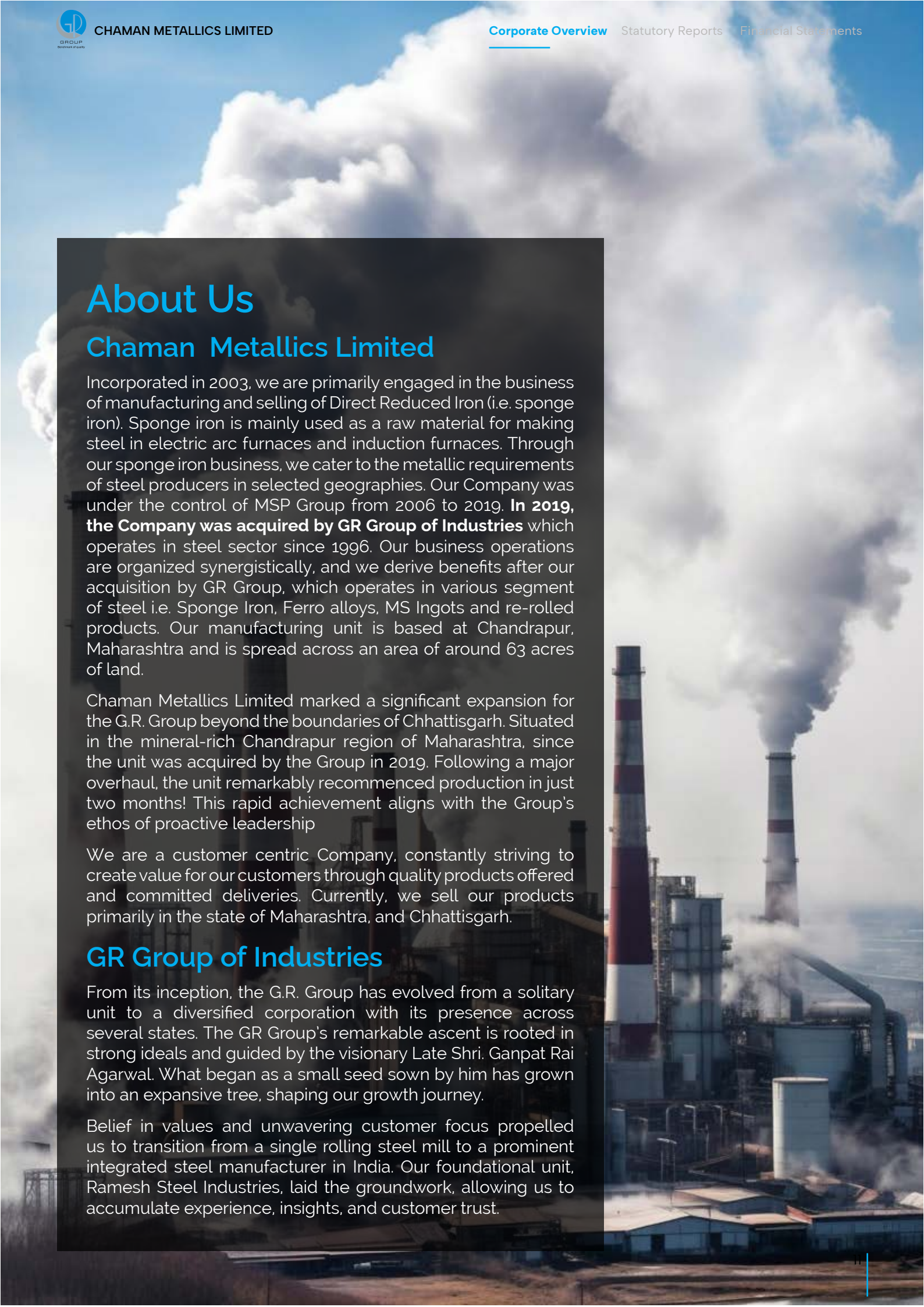
Chaman Metallics Limited marked a significant expansion for the G.R. Group beyond the boundaries of Chhattisgarh. Situated in the mineral-rich Chandrapur region of Maharashtra, since the unit was acquired by the Group in 2019. Following a major overhaul, the unit remarkably recommenced production in just two months! This rapid achievement aligns with the Group's ethos of proactive leadership

We are a customer centric Company, constantly striving to create value for our customers through quality products offered and committed deliveries. Currently, we sell our products primarily in the state of Maharashtra, and Chhattisgarh.

### GR Group of Industries

From its inception, the G.R. Group has evolved from a solitary unit to a diversified corporation with its presence across several states. The GR Group's remarkable ascent is rooted in strong ideals and guided by the visionary Late Shri. Ganpat Rai Agarwal. What began as a small seed sown by him has grown into an expansive tree, shaping our growth journey.

Belief in values and unwavering customer focus propelled us to transition from a single rolling steel mill to a prominent integrated steel manufacturer in India. Our foundational unit, Ramesh Steel Industries, laid the groundwork, allowing us to accumulate experience, insights, and customer trust.





# Our Products

We have been manufacturing Sponge Iron and related products. Our commitment to achieving excellence is evident not just in our streamlined manufacturing processes, which guarantee top-notch product quality, but also in our inventive approaches to sourcing raw materials and distributing products. Acknowledging that our products fulfill the unique demands of various industries and global regions, we are resolute in producing goods that adhere to the most stringent standards and specifications. Briefing our products below

## Sponge Iron

Sponge Iron, a vital steel industry raw material, is pivotal in manufacturing top-quality steel. Versatile for induction and electric arc furnaces, the Company produced 65,156 M.T. in FY23. Chemical composition: Fe Total 90-92%, Fe Metallic 81-84%, Metallisation 88-90%, Sulphur 0.03 max, Phosphorus 0.05 max, Carbon 0.10 (approx.), Gangue content 5 (approx.). Physical: Lump (+3 mm), Fines (0-3 mm), Bulk Density 1.9-2.2 MT/m<sup>3</sup>.

## Dolochar

During the production of sponge iron, a solid waste is produced as a by-product called dolochar, which is used in power generation.

At our sponge iron manufacturing facility, we operate two Rotary kilns having an aggregate annual installed capacity of 72,000 MT (2 X 100 MTPD) for production of sponge iron. The strategic location of our sponge iron manufacturing facility aids our access to high-quality iron ore, iron ore pellets, coal and dolomite which are the major raw materials for sponge iron manufacturing. During the production of sponge iron, a solid waste is produced as a by-product called dolochar. For the FY2023, Our Revenue from operations from sale of sponge iron, dolochar and other items (iron ore fines, dust and waste scrap) contributed 98.03%, 0.96% and 1.01% respectively.



## Vision

To become the most competitive, diversified, and leading multi-national integrated steel producer of India by following its core principles based on values and excellence.



## Mission

To become India's leading steel maker in terms of capacity, achieve economies of scale, and also be known as a well-diversified yet integrated and efficient steel company.



## Core Values

Commitment to Deliver

We are dedicated to delivering unmatched service levels through our products and ensuring seamless transactions.



Pristine product quality

Good product quality means consistent performance, durability, and meeting customer expectations, which results in high trust in our brand.



Superior Customer Satisfaction

Our long-term customer relationships and associations are a testament to our dedication to maintaining customer satisfaction.





## Our Strengths

This journey is guided by our strong commitment to core values and excellence. Our mission is twofold: to be a leader in India's steel production, both in capacity and efficiency, and to diversify effectively. Our steel is strong, and so are our teamwork, integrity, and dedication to our customers. Our competitive strengths are:

**-Strategically Located Manufacturing Unit:** Abundant local mines in Chandrapur which are located at nearby distance from our manufacturing facility provide us with the necessary raw materials – coal, iron ore/iron ore pellets, and dolomite. This strategic advantage not only ensures a consistent source of inputs but also minimizes transportation costs and environmental impact.

**-Stringent Quality Control Mechanism:** We uphold our commitment to quality through stringent control measures implemented at every step of the manufacturing process. To uphold these standards, we maintain an in-house testing laboratory equipped with state-of-the-art precision equipment. This internal quality assurance system guarantees that our products consistently meet the highest standards of excellence.

**-Long-standing Relationship with Customers:** Our product distribution network extends to steel manufacturers situated in the diverse regions of Maharashtra, Chhattisgarh, and Madhya Pradesh. This reach enables us to cater to a wide spectrum of clients, each with its unique requirements and preferences, and we have recorded a high success rate in customer retention.

**Well-qualified and Experienced Management Team:** Guided by our skilled promoters, Mr. Ramesh Kumar Agrawal, Mr. Chetan Kumar Agrawal, Mr. Keshav Kumar Agrawal, our experienced management team is backed by proficient technical and commercial staff with industry-relevant expertise. This not only complements our leadership but also offers a well-rounded approach to meeting our partners' needs.





**2003**

Milestone/Key Event 1- Incorporation of our Company as "Chaman Metallics Private Limited" under the Companies Act, 1956.

**2005**

Milestone/Key Event 2- Commencement of Commercial Production at Chandrapur factory unit.

**2007**

Milestone/Key Event 3 - Change in Registered office of the Company from Nagpur, Maharashtra to Chandrapur, Maharashtra.

Milestone/Key Event 4 - Conversion of Company from Private Limited to Limited Company i.e. "Chaman Metallics Private Limited" to "Chaman Metallics Limited"

Milestone/Key Event 5 - Purchase of land in Chandrapur District, within the limits of Grampanchayat, Yerur.

**2008**

**2008**

Milestone/Key Event 7 - Crossed Revenue of Rs. 50 Cr.

**2019-20**

**2019**

Milestones/Key Event 6 - Acquisition of "Chaman Metallics Limited" by our current promoters and promoter group pursuant to Share Purchase Agreement dated March 14, 2019.

Milestone/Key Event 8 - Crossed Revenue of Rs. 100 Cr

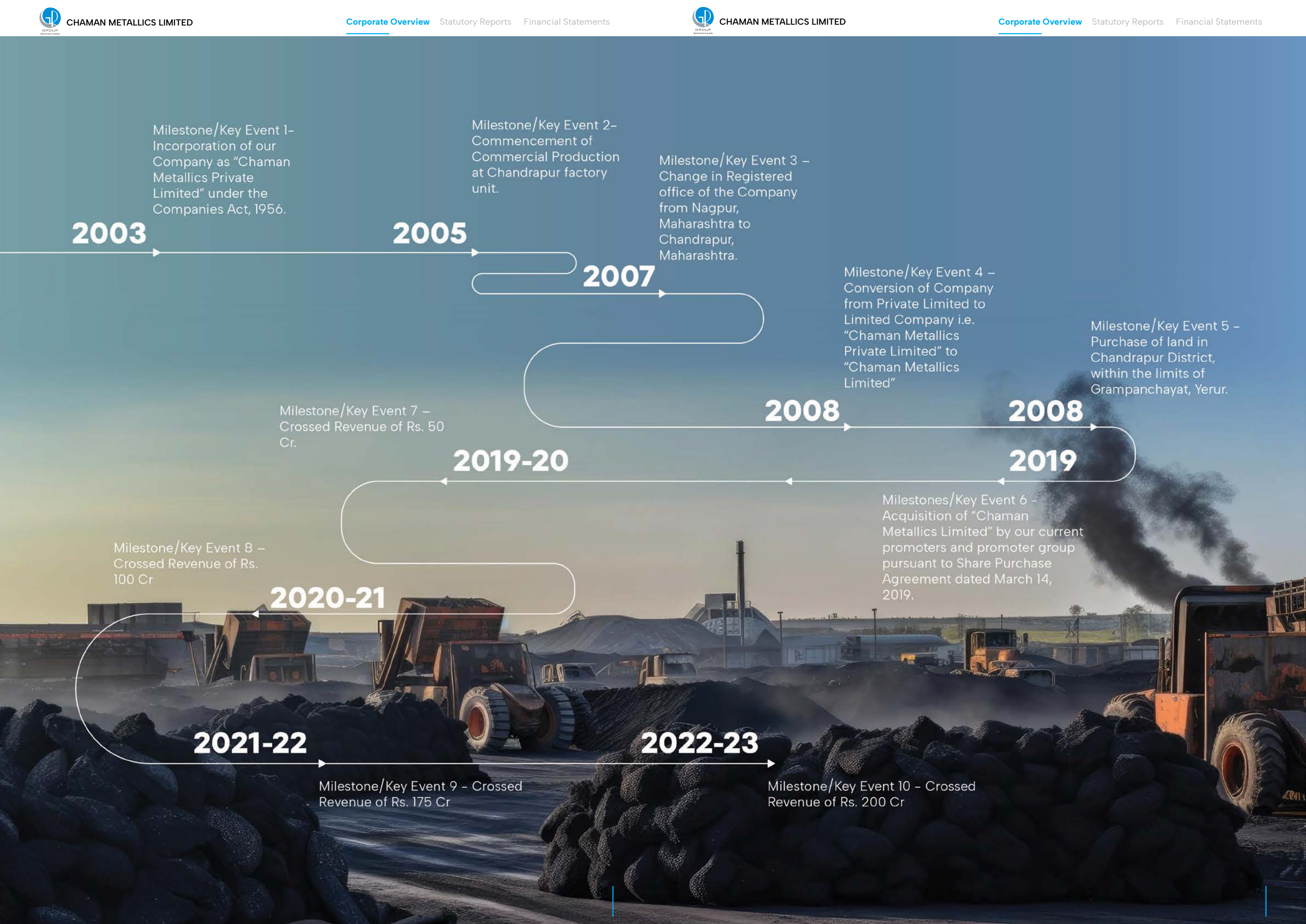
**2020-21**

**2021-22**

Milestone/Key Event 9 - Crossed Revenue of Rs. 175 Cr

**2022-23**

Milestone/Key Event 10 - Crossed Revenue of Rs. 200 Cr





# Board Of Directors

## Mr. Ramesh Kumar Agrawal

*Director (Member of Promoter Group)*

The driving force behind the impressive growth and success of the GR Group is none other than Mr. Ramesh Kumar Agarwal. With his exceptional leadership, he has transformed a small steel rolling mill into a profitable and diversified group that is ready to take on the challenges of tomorrow. Over the last three decades, the GR Group has emerged as a dominant player in the industry, with a turnover exceeding INR 1000 Crore! He has also played a crucial role in developing Chhattisgarh's Steel Industry while actively participating in various social activities, industry events, and economic forums.

## Mr. Chetan Kumar Agrawal

*Chairman and Managing Director (Promoter)*

Mr. Chetan qualified Industrial Engineer holding a Bachelors of Engineering degree, has been an integral part of the Group since 2009 and the Company since June 17, 2019.

He is known for his passion for innovation and deep understanding of the industry dynamics. Credited for making quality an integral value of the Business, he adds valuable visionary ideas into the mix. He is well aware about the technical and production aspects of the business. Also Mr. Chetan has played a vital role in conversion of many sick units into fully-fledged profit-making units including Chaman Metallics Limited.

He after joining the Company has immediately focused on cost reduction, increase in the output without affecting the quality of product. He handles the Manufacturing Operations of the Company, project implementation and optimum capacity utilization.

## Mr. Keshav Kumar Agrawal

*Joint Managing Director and Chief Financial Officer (Promoter)*

Mr. Keshav, a commerce graduate and a Chartered Accountant, has been a valuable member of the Group since 2009 and the Company since June 17, 2019. He manages Overall Accounting, Corporate Finance, Legal aspects, Cost Management, raw material procurement and financial planning. Mr. Keshav's strategic leadership has been an instrumental guide for the Company to efficiently manage its financial and other resources.

Mr. Keshav is entrusted with powers of the management and is responsible for the general conduct and management of the business and affairs of the Company. Mr. Keshav has extensive experience in strategy and initiatives that have financial and operational impact in the business of the Company.

## Mr. Ranjeet Singh Thakur

*Independent Director*

Mr. Ranjeet is having a Master's degree of M.Sc. (Chemistry), AMIE (Chemical) ISO - 9001 from UK is having more than 45 years of sound experience in the field of Cement and Steel Sector, and is also having an expertise in Railway siding construction, Operations, Production, Quality control, Mining, Commercial, Administration, Procurement, Logistics, Liaisoning etc. Mr. Ranjeet is also having sound entrepreneurial skills.

## Mr. Sumit Dahiya

*Independent Director*

Mr. Sumit is a Qualified Chartered Accountant and a Commerce Graduate with an experience of more than 8 years. He is associated with our Company since 2022. He has experience in the field of internal checks, tax expertise, corporate financing and legal compliances in various business sectors such as Manufacturing, Steel Industries, Contractors, Logistics, Transportation etc. At present, he exercises independent oversight relating to Corporate Finance, Cost Management and Financial Operations in the Company.

## Ms. Disha Keshariya

*Women Independent Director*

Ms. Disha is a Qualified Company Secretary and LLB Graduate. She is associated with our Company since 2022. Prior to her association with our Company, she has also worked as a Company Secretary of a Public Limited Company. She possesses diversified knowledge of legal matters and financial statements. At present, she assists and provides independent oversight in improving corporate credibility and governance standards of the Company.

# Expansion & Expertise

The steel market is a promising industry that is expected to see growth in the near future. This growth is likely to be driven by increased production volume and the creation of new value-added items. As a result, sales are expected to increase, and margins on sales in terms of value are likely to improve. Furthermore, there is potential for cost savings in production by reducing the cost of power. This could be achieved by utilizing more efficient production processes and investing in captive energy resources. These measures will not only positively impact the bottom line but also contribute to environmental sustainability.

The Indian government's favourable policies and significant foreign direct investments are also expected to play a crucial role in driving growth in the steel market. This creates a favourable environment for businesses operating in this industry to expand their operations and explore new opportunities. Currently, the operations of the Company is limited to few states.

However, with the right investments and strategic planning, the company holds a promising future and unmatched potential to expand its operations and tap into the growing steel sector.

Details with respect to Expansion Projects of the Company are mentioned in Directors Report.

# CSR Activities: Chaman Metallics Cares

We strongly believe that CSR initiatives of Chaman Metallics Limited is governed with a focus on education, employability, women empowerment, environmental sustainability and poverty. The primary objective of the CSR programs of the Company is to govern and enhance employability of the future generations and enhance the sustainability of the non-profit organizations. The Company reviews these focus areas from time to time and make additions or deletions, based on the priorities. The objectives of Chaman Metallics Limited contributed back to the society in the following ways.

1. Old Age Homes – As a means of supporting the elderly, the firm donated funds to Hargovindrai Ganpatrai Charitable Trust for setting up old age homes and daycare centers for senior citizens.
2. Distribution of Pen and Books – To carry forward the spirit of equal education access to all, we distributed books and pens to students from the underprivileged section of society.
3. Skill Development – We further provided financial aid to the Gramin Vikas Sikshan Sanstha, which proactively offers skill development and promotion programs by imparting training under 'Certificate Course in I.T' In a world that is tech-focused, this skill enables them to transform their world.
4. Women Empowerment – We provided Sewing machines to the needy women of Sakharvahi through the assistance of Gram Panchayat, Chandrapur.
5. Accessibility In Rural Areas – Distributed bicycles to the Gram Panchayat to be distributed to the needy students for ease of access.
6. PM Relief Fund – We contributed to the PM Relief Fund to ensure immediate aid was provided to those affected by natural calamities.
7. Annual Report on CSR Activities is provided as Annexure 03 to Directors Report.



**CORPORATE INFORMATION:**
**BOARD OF DIRECTORS:**

**Mr. Chetan Kumar Agrawal**  
*Chairman and Managing Director*

**Mr. Keshav Kumar Agrawal**  
*Joint Managing Director*

**Mr. Ramesh Kumar Agrawal**  
*Non-Executive Director*

**Mr. Ranjeet Singh Thakur**  
*Independent Director*

**Mr. Sumit Dahiya<sup>1</sup>**  
*Independent Director*

**Ms. Disha Keshariya<sup>1</sup>**  
*Women Independent Director*

**CHIEF FINANCIAL OFFICER**  
Mr. Keshav Kumar Agrawal<sup>2</sup>

**COMPANY SECRETARY**  
Mr. Rahul Relwani<sup>3</sup>

**STATUTORY AUDITORS:**

**OP Singhanian & Co.**  
JDS Chambers, 1st floor,  
6-Central Avenue, Choubey Colony, Raipur, Chhattisgarh  
492001

**SECRETARIAL AUDITOR:**

**Amit Dharmani & Associates**  
Company Secretaries  
205, Kalp trade Centre Opp. Dr. Bharat Jain  
Near Shahid Park Freeganj,  
Ujjain, Madhya Pradesh 456010.

**COST AUDITORS**

**Sanat Joshi & Associates**  
Cost Accountants  
"Prem Pourn", Pt. Din Dayal Upadhyay  
Nagar (Gudiary), Akash Gas Godown Road,  
WRS Colony, Raipur, Chhattisgarh 492008

**REGISTRAR & SHARE TRANSFER AGENT**

**Link Intime India Private Limited**  
C-101, 1st Floor, 247 Park,  
L.B.S. Marg, Vikhroli (West),  
Mumbai, Maharashtra 400083

**BANKERS**

State Bank of India  
HDFC Bank Limited

**SECURITY TRUSTEE**

SBICAP Trustee Company Limited

**REGISTERED OFFICE**

A-26, M.I.D.C, Tadali Growth Centre,  
Tadali, Chandrapur, Maharashtra 442406  
Phone No.: +91 8956980451  
e-Mail: [cs@cmlgrgroup.com](mailto:cs@cmlgrgroup.com)

**CORPORATE OFFICE:**

Agrawal Complex, Opp. Pandey Nursing Home, Samta Colony,  
Raipur, Chhattisgarh 492001  
Phone No.: +91-771-4259100  
e-Mail: [cs@cmlgrgroup.com](mailto:cs@cmlgrgroup.com).

1 Appointed w.e.f 26.07.2022  
2 Appointed w.e.f 12.07.2022  
3 Appointed w.e.f 07.06.2022

# Statutory Report



# Board's Report

To  
The Members,

Your Directors' have pleasure in presenting the 20th Annual Report on the business & operations of the Company together with Audited Financial Statements of the Company for the financial year ended on 31st March, 2023.

## FINANCIAL HIGHLIGHTS:

Amount (Rs In Lakhs)

Particulars	FY (2022-23)	FY (2021-22)
Revenue from operations	22,761.86	18,486.79
Other Income	135.83	59.53
<b>Total Income</b>	<b>22,897.69</b>	<b>18,546.32</b>
Less: Expenses (excluding Finance Cost, Depreciation & Amortisation)	20,150.48	16,961.91
<b>Profit/(Loss) before Interest, Depreciation, Tax and Amortization (EBITDA)</b>	<b>2,747.21</b>	<b>1,584.41</b>
Less: Finance Cost	222.58	189.46
Less: Depreciation & Amortization	181.93	171.64
<b>Profit/(Loss) before Taxation (PBT)</b>	<b>2,342.69</b>	<b>1,223.31</b>
Less: Extraordinary Items	--	--
Less: Tax Expenses (including Deferred Tax)	633.06	404.36
Less: Prior Period Expenses	--	--
<b>Profit/(Loss) after Taxation (PAT)</b>	<b>1,709.63</b>	<b>818.96</b>

## OPERATIONS AND PERFORMANCE:

Highlights of the Company's financial performance for the year ended March 31, 2023 are as under:

- Total Income for the year increased by 23.46% to Rs 22,897.69 Lakhs as compared to Rs 18,546.32 Lakhs achieved during previous Financial Year.
- EBITDA for the year increased by 73.39% to Rs 2,747.21 Lakhs as compared to EBITDA of Rs 1,584.41 Lakhs achieved in previous Financial Year
- Profit after Tax (PAT) increased by 108.76% to Rs 1,709.64 Lakhs as compared to net profit of Rs 818.95 Lakhs in previous Financial Year.

The overall financial performance of the Company during the current financial year has improved significantly as compared to previous financial year.

## EXPANSION/NEW PROJECTS:

Your Company is under the process of strategic expansion of existing operations and installation of new plant and machineries for induction of new line of products in order to diversify its business operations

and installation of a captive power plant. This expansion aims to boost our production capacity, enhance operational efficiency, and position us for increased market share in our industry.

## Key Highlights of Our Expansion and Diversification Initiatives:

Facility	Capacity		
	Existing	Proposed	Total
Sponge Iron	72,000 TPA	1,15,500 TPA	1,87,500 TPA
Induction Furnace to manufacture Billets	--	1,98,000 TPA	1,98,000 TPA
Submerged Arc Furnace to manufacture Ferro Alloys	--	39,204 TPA	39,204 TPA
Captive Power Plant	--	12 MW (WHRB) 18 MW (AFBC)	30 MW

Ongoing expansion efforts involve the modernization and enlargement of our production facilities. This will not only accommodate increased demand for our existing offerings but also provide the necessary infrastructure for the new products to be introduced.

## DIVIDEND:

The Directors of your Company has decided to retain the profits earned by the Company and use the same for future development of the Company, therefore the Board has not recommended any dividend for the financial year ended on 31st March, 2023.

## TRANSFER TO RESERVES:

The Company has not transferred any amount to reserves during the year under review.

## SHARE CAPITAL:

During the year the year under review following changes were made in Capital Structure of the Company:

- Authorised Share Capital:** The Authorised Share Capital of the Company was increased from Rs 8.00 Crores to Rs 25.00 Crores vide. approval of the Shareholders in the Extra-Ordinary General Meeting held on 03rd June, 2022.
- Paid-Up Share Capital:** The Paid-Up Share Capital of the Company was increased twice in the previous financial year details are as follows:
  - Bonus Issue:** The Company has made an allotment of 98,68,202 (Ninety-Eight Lakhs Sixty-Eight Thousand Two Hundred and Two) equity shares of Rs 10/- each as Fully Paid-up Equity Shares, in the ratio of 5:4 (i.e., 5 Equity Shares for every 4 Equity Share held) on 17th August, 2022. Thereby, the Paid-up Share Capital of the Company was increased to Rs 17,76,27,640/- (Rupees Seventeen Crore Seventy-Six Lakh Twenty-Seven Thousand Six Hundred and Forty Only).
  - Public Issue:** Subsequently, the Company has made a Public Issue of 63,72,000 (Sixty-Three Lakh Seventy-Two Thousand) Equity Shares of Rs 10/- each at an Issue Price of Rs 38/- per share (vide. approval of the Shareholders in the 19th Annual General Meeting held on 04th August, 2022). The Offer was open from 04th January, 2023 to 06th January, 2023. The issue was fully subscribed and the Company raised an amount of Rs 24.21 Crores. Consequently, the paid-up share capital of the Company upon allotment of the said number shares offered through public issue on 12th January, 2023 was increased to Rs 24,13,47,640/- (Rupees Twenty-Four Crore Thirteen Lakh Forty-Seven Thousand Six Hundred and Forty Only).

The details of the Share Capital as on 31st March 2023 are as under:

- Authorised Share Capital:** The authorized capital of the Company is Rs 25,00,00,000/- (Rupees Twenty-Five Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lakh Only) equity shares of Rs 10/- each.
- Paid-Up Share Capital:** The paid-up share capital at the end of the financial year was Rs 24,13,47,640/- (Rupees Twenty-Four Crore Thirteen Lakh Forty-Seven Thousand Six Hundred and Forty Only) divided into 2,41,34,764 (Two Crore Forty-One Lakh Thirty-Four Thousand Seven Hundred and Sixty-Four) equity shares of Rs 10/- each.



### INITIAL PUBLIC OFFER (IPO) AND UTILIZATION OF IPO PROCEEDS:

Your Company initiated the process for Initial Public Offer (IPO) of its Equity Shares during the year under review. The IPO opened on 04th January, 2023 and closed on 06th January, 2023. The IPO was completed successfully and the equity shares of the Company are listed on the SME Platform of NSE, NSE EMERGE with effect from 16th January, 2023, the symbol of the Company's Equity Shares is **CMNL**.

The Board is pleased and humbled by the faith shown in the Company by all the members. Total proceeds from the IPO were **Rs 2421.36 Lakhs**.

The proceeds realised by the Company from the IPO will be utilised as per objects of the offer disclosed in the Prospectus of the Company. The details of the IPO proceeds allocated and utilized during the financial year 2022-23 by the Company are as follows:

Amount (Rs In Lakhs)			
S. No.	Particulars	Funds Allocated	Funds Utilised
1.	To meet Working Capital Requirements	1650.00	0.00
2.	General Corporate Purpose	577.36	577.36
3.	IPO Expenses	194.00	194.00
	<b>Total</b>	<b>2421.36</b>	<b>771.36</b>

The un-utilised proceeds of Rs 1650.00 Lakhs allocated towards working capital requirements was held with State Bank of India. However, the entire unutilized proceeds of Rs 1650.00 Lakhs have further been utilised towards the working capital requirements after the financial year 2022-23.

### CHANGES IN STATUS OF SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES:

None of the companies has become Subsidiary or Associate of the Company during the Financial Year 2022-23. Our Company has also not entered into any Joint Venture during the Financial Year 2022-23.

### CREDIT RATING OF SECURITIES

During the year under review, your Company approached to Acuité Ratings & Research Limited (Acuité) to review the ratings assigned. Acuité has duly re-assigned credit ratings on 06th April, 2023 which are given hereunder:

Facility/Instrument	Rating
Long Term Bank Facilities	ACUITE A- (A Minus) (Outlook: Stable)
Short Term Bank Facilities	ACUITE A2+ (A Two Plus)

### DIRECTORS & KEY MANAGERIAL PERSONNEL (KMP):

Board of Directors:

The following changes occurred in the Board of Directors of the Company during the year

S. No.	Name	Designation	Appointment /Cessation/ Change in Designation	Date of Appointment / Cessation/ Change in Designation
1.	Mr. Chetan Kumar Agrawal*	Chairman & Managing Director	Change in Designation	12/07/2022
2.	Mr. Ramesh Kumar Agrawal	Non-Executive Director	Change in Designation	12/07/2022
3.	Mr. Jyotish Chandra Das	Independent Director	Cessation	26/07/2022
4.	Mr. Sumit Dahiya**	Independent Director	Appointment	26/07/2022
5.	Ms. Disha Keshariya**	Independent Director	Appointment	26/07/2022
6.	Mr. Keshav Kumar Agrawal***	Joint Managing Director	Change in Designation	17/08/2022

\*Appointed as Chairman & Managing Director of the Company in the AGM held on 04th August, 2022.

\*\*Regularized as Directors (Independent Category) of the Company in the AGM held on 04th August, 2022 and appointed for a period of 5 years.

\*\*\*Appointed as Joint Managing Director of the Company in the EGM held on 29th August, 2022.

### Composition of Board:

The Board consists of Executive and Non-Executive Directors, including Independent Directors who are having wide and varied experience in different disciplines of corporate functioning.

As on 31st March, 2023, the Board constitutes of the following Directors:

S. No.	Name of Director	DIN	Designation
1.	Chetan Kumar Agrawal	00748916	Chairman & Managing Director
2.	Ramesh Kumar Agrawal	00748853	Non-Executive Director
3.	Keshav Kumar Agrawal	02460958	Joint Managing Director
4.	Ranjeet Singh Thakur	01634319	Independent Director
5.	Sumit Dahiya	09685509	Independent Director
6.	Disha Keshariya	09621345	Independent Director

### Key Management Personnel:

The following changes occurred in the Key Management Personnel of the Company during the year:

S. No.	Name	Designation	Appointment /Resignation/ Change in Designation	Date of Appointment /Resignation/ Change in Designation
1.	Mr. Rahul Relwani	Company Secretary & Compliance Officer	Appointment	07/06/2022
2.	Mr. Chetan Kumar Agrawal	Chairman & Managing Director	Change in Designation	12/07/2022
3.	Mr. Keshav Kumar Agrawal	Chief Financial Officer	Appointment	12/07/2022
4.	Mr. Keshav Kumar Agrawal	Joint Managing Director	Change in Designation	17/08/2022



**Directors liable to retire by rotation and being eligible offer themselves for Re-appointment:**

Pursuant to the provisions of Section 152(6) of the Companies Act, 2013, Mr. Ramesh Kumar Agrawal (DIN: 00748853) is liable to retire by rotation at the ensuing Annual General Meeting (AGM) and being eligible offers himself for re-appointment.

**Declaration by Independent Directors:**

The Company has received the necessary declarations from the Independent Directors as required under Section 149(7) of the Companies Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations), confirming that they meet the criteria of independence as laid down in Section 149(6) of the Act and that of SEBI LODR Regulations. Independent Directors comply with the Code of Conduct prescribed under Schedule IV of the Companies Act, 2013.

The Board of the Company after taking these declarations on record and acknowledging the accuracy of the same, concluded that the Independent Directors are persons of integrity and possess the relevant expertise and experience (including the proficiency) to qualify as Independent Directors of the Company. Further, all the Company's Independent Directors have registered themselves with the Independent Director's Databank maintained by the of the Indian Institute of Corporate Affairs (IICA).

**Evaluation of the Board's Performance:**

During the year under review, the Board, in compliance with the Companies Act, 2013 and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has adopted a mechanism for evaluating its performance as well as that of its Committees and Individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & Committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of Individual Directors including the Board, as a whole and the Chairman, who were evaluated on parameters such as their participation, contribution at the meetings and otherwise, independent judgements, safeguarding of minority shareholders interest, etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors, Committees of the Board and Board as a whole were carried out by the Independent Directors in their separate meeting. The Independent Directors reviewed key transactions, quality & timeliness of flow of information, recom-

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

**Board Meetings:**

There were 14 (Fourteen) Board Meetings duly convened during the financial year 2022-23 on following dates:

S. No.	Date of Board Meeting	No. of Directors entitled to attend meeting	No. of Directors present
1.	07th April, 2022	5	5
2.	07th May, 2022	5	5
3.	07th June, 2022	5	5
4.	12th July, 2022	5	4
5.	26th July, 2022	5	5
6.	17th August, 2022	6	5
7.	24th September, 2022	6	6
8.	30th September, 2022	6	6
9.	08th November, 2022	6	6
10.	03rd December, 2022	6	6
11.	28th December, 2022	6	6
12.	12th January, 2023	6	5
13.	07th February, 2023	6	5
14.	22nd March, 2023	6	5

The necessary quorum was maintained in all the said meetings and proceedings during the meetings have been duly recorded in minute's book maintained for the purpose.

The attendance of the Members of the Board is as under:

S. No.	Name of the Director	Number of board meetings entitled to attend	Number of board meetings attended
1.	Mr. Ramesh Kumar Agrawal	14	11
2.	Mr. Chetan Kumar Agrawal	14	14
3.	Mr. Keshav Kumar Agrawal	14	13
4.	Mr. Ranjeet Singh Thakur	14	13
5.	Mr. Jyotish Chandra Das	5	5
6.	Mr. Sumit Dahiya	9	9
7.	Ms. Disha Keshariya	9	9

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.

**Committees of the Board:**

The Board has constituted various statutory committees in compliance with the requirements of the Companies Act, 2013 and the SEBI Listing Regulations.

The Board has 4 (Four) Committees as of 31st March, 2023:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee

The committees consist of requisite majority of Directors comprising Independent and non-independent directors.

Details of all the Statutory Committees along with their composition and meetings held during the year are provided in **Annexure 01** to this report.

**Remuneration of Directors and Employees of Company**

The statement of disclosure of Remuneration under Section 197(12) of the Act read with the Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("Rules") is provided in **Annexure 02** to this report.

**Company's Policy relating to Directors' appointment, payment of remuneration and discharge of their duties:**

Your Company endeavours that its Nomination & Remuneration Policy should represent the mode in which the Company carries out its business practices i.e. fair, transparent, inclusive and flexible. As part of the policy, the Company strives to ensure that:

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- Relationship between remuneration and performance is clear and meets appropriate performance benchmarks.
- Remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

The salient features of the policy are as follows:

- Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee i.e., Size and composition of the Board, criteria to recommend Directors to the Board, Succession Plans, Evaluation of Performance, Remuneration Framework.
- Policy for appointment and removal of Directors, KMP and Senior Management – Ascertain appointment criteria and qualifications, term and tenure of Directors, process/framework for their removal and retirement.
- Policy relating to the remuneration for Directors, KMP and Senior Management and other employees
- Policy Review.

The Nomination and Remuneration Policy of the Company has been updated on 26th July, 2022 to keep in line in accordance with the SEBI Listing Regulations and is available on the website of the Company and can be viewed on the link: <https://www.cmlgrgroup.com/uploads/investors/1667461336omination-&-Remuneration-Policy.pdf>.

**Directors' Responsibility Statement:**

In terms of Section 134(5) of the Companies Act, 2013, the Directors would like to state that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no



material departures in applying them;

- b. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit of the Company for that period;
- b. he directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- c. The directors have prepared the annual accounts on a going concern basis;
- d. The Directors have laid down proper internal financial controls to be followed by the Company and that such financial controls are adequate and were operating effectively; and
- e. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### CORPORATE SOCIAL RESPONSIBILITY:

The disclosure regarding the Composition of Committee and its meetings are provided above in "Committees of the Board" Section.

The Annual Report on CSR Activities undertaken by the Company is annexed herewith as **Annexure 03** to this report.

### AUDITORS:

#### Statutory Auditors:

Pursuant to the provisions of Section 139 of the Act and the rules framed thereafter, M/s. O.P. Singhania and Co., Chartered Accountants, Raipur, were appointed as the Statutory Auditors of the Company for a period of 5 consecutive years by Members in their 16th Annual General Meeting (AGM) held in the year 2019 to hold office till the conclusion of 21st AGM of the Company to be held in the year 2024.

#### Cost Auditors:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Record and Audit) Amendment Rules, 2014, M/s Sanat Joshi & Associates has been appointed as cost auditors for conducting Cost Audit for the Financial Year under review.

#### Internal Auditors:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 M/s. SRKN and Associates, Chartered Accountants are the Internal Auditors of the Company for the Financial Year under review.

#### Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed CS Amit Dharmani, Practising Company Secretary, (CP No.: 18179) to undertake the Secretarial Audit of the Company.

### AUDITOR'S REPORT:

#### Statutory Audit:

There is no qualifications, reservations, adverse remarks or disclaimers given by the Statutory Auditors of the Company, in their audit report on the financial statements of the Company for the financial year ended 31st March, 2023 and hence it does not require any explanations or comments by the Board.

#### Frauds reported by the Auditors:

No frauds have been reported by the Auditor during the Financial Year 2022-23.

#### Secretarial Audit:

The Secretarial Audit Report received from the Secretarial Auditor of the Company for the Financial Year 2022-23 is annexed herewith as **Annexure 04**.

There are no qualifications, reservations, adverse remarks or disclaimers in the Secretarial Auditor's Report on secretarial and other applicable legal compliances to be made by the Company for the Financial Year 2022-23 and hence does not require any explanations or comments by the Board.

### PARTICULARS OF LOAN, GUARANTEES, SECURITIES OR INVESTMENTS:

The particulars of investments made and loans given by the Company as covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Financial Statements (Ref. Notes 14 and 15). Your Company has not extended corporate guarantee on behalf of any other Company.

### PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

All related party transactions that were entered into by the Company during the year under review were on arm's length basis

and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with promoters, directors, key managerial personnel or other related parties which may have a potential conflict with the interest of the Company at large.

Further during the year, the Company has not entered into any contract or arrangement with related parties which could be considered 'Material'. Hence the information as required under Section 134(3)(h) of the Companies Act, 2013 in the prescribed Form AOC-2 is not applicable. The related party disclosures as specified in Para A of Schedule V read with Regulation 34(3) of the Listing Regulations are given in the Financial Statements.

### INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has an internal control system commensurate with the size, scale and complexity of its operations. The scope and authority of Internal Audit functions have been defined in the Internal Audit scope of work to maintain its objectivity and independence, the Internal Audit functions reports to the Chairman of the Audit Committee of the Board.

The Internal Audit department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating system, accounting procedures and policies of the Company.

Based on the report of the Internal Auditors, process owners undertake corrective actions in their respective areas and thereby strengthen the control. Significant Audit observations and corrective actions thereon are presented to the Audit Committee of the Board

### INTERNAL FINANCIAL CONTROLS:

The Company has in place adequate internal & financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operations were observed.

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Pursuant to provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, a separate management discussion and analysis report which forms an integral part of this Report is given as **Annexure 05** to this report.

### CHANGES IN THE NATURE OF BUSINESS:

There is no change in the nature of business of the Company during the financial year under review.

### MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There have been no material changes occurred since the end of the financial year up to the date of this report having effect on the financial position of the Company.

### BUSINESS RISK MANAGEMENT:

The Company has Risk Management Policy but the elements of risk threatening the Company's existence are very minimal. Pursuant to Section 134(3)(n) of the Companies Act, 2013, at present the Company has not identified any element of risk which may threaten the existence of the Company.

### DEPOSITS:

The Company has not accepted any deposit within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposit) Rules, 2014.

### MAINTENANCE OF COST RECORDS:

The Company is required to maintain cost records of the Company as specified under Section 148(1) of the Companies Act, 2013. Accordingly, the Company has properly maintained cost records and accounts.

### DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place a Policy on Prevention and Resolution of Sexual Harassment at Workplace in line with the requirements of the Sexual Harassment of Women at the Work Place (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act). The Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

All women employees (Permanent, Contractual, Temporary, Training) as well as women who visit the premises of the Company for any purpose are covered under this Policy and are treated with dignity with a view to maintain a work environment free of sexual harassment whether physical, verbal or psychological.

The details of the number of complaints pending, filed and their disposal during the period under review are as follows:



Particulars	Status
Number of cases pending as on the beginning of the year	Nil
Number of complaints filed during the year	Nil
Number of cases pending as on the end of the year	Nil

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013:**

**(A) Conservation of Energy:**

- i. Steps taken for conservation: Your Company recognizes the vital need to conserve energy and give due importance to the reduction of power consumption in its manufacturing process. To this end, the Company is making every effort ensure the optimal use of energy, avoid waste and conserve energy by using energy efficient equipment's with latest technologies. The Board has approved the installation Power Plant of 30 MW (12MW WHRB and 18MW AFBC) and the Company received the environment clearance for the same. In this way Company aims to ensure optimum utilization of resources.
- ii. Steps taken for utilizing alternate sources of energy: The Company is planning for installation of power plant as mentioned above.
- iii. Capital investment on energy conservation equipments: During the year under review, the Company has not invested in any energy conservation equipment.

**(B) Technology Absorption**

- i. Efforts made for technology absorption:
- ii. The Company has not absorbed any new technology during the financial year under review.
- iii. Benefits derived like product improvement, cost reduction, product development or import substitution: Nil
- iv. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Nil
  - a. the details of technology imported;
  - b. the Year of import
  - c. Whether imported technology fully absorbed
  - d. If not fully absorbed, areas where absorption of imported technology has not taken place, if any.

(iv) Expenditure on Research & Development, if any:

There was no expenditure incurred on research and development during the year under review.

**(C) Foreign Exchange Earnings/ Outgo: As per actual –**

S. No.	Particulars	Amount (in Rs)
1	Foreign Exchange Earnings	--
2	Foreign Exchange Outgo	--

**DETAILS OF APPLICATIONS MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE 2016:**

There are no applications made during the financial year 2022-23 by or against the company and there are no proceedings pending under the Insolvency and Bankruptcy Code, 2016.

**SIGNIFICANT OR MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT:**

No significant or material orders have been passed by the regulators/court under the Companies Act, 2013 which would impact the going concern status of the Company and its future operations.

**ANNUAL RETURN:**

In accordance with the Companies Act, 2013, the annual return in the prescribed format is placed on the website of the Company and can be accessed at the web link: <https://www.cmlgrgroup.com/investors.php?invest=9>.

**VIGIL MECHANISM (WHISTLE BLOWER POLICY):**

The Board of Directors have established 'Vigil Mechanism/Whistle Blower Policy' and 'Code of Conduct' for the directors & employees of the Company as required under the provisions of Sec. 177 of the Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and its powers) Rules, 2014.

By virtue of Whistle Blower Policy, the Directors and Employees of the Company are encouraged to escalate to the level of the Audit Committee any issue of concerns impacting and compromising with the interest of the Company and its stakeholders in any way. The Company is committed to adhere to highest possible standards of ethical, moral and legal business conduct and to open communication and to provide necessary safeguards for protection of Directors or employees or any other person who avails the mechanism from reprisals or victimization, for whistle blowing in good faith. This policy also allows the direct access to the Chairperson of the Audit Committee.

During the year under review, Mr. Ranjeet Singh Thakur resigned from Chairmanship of the Audit Committee and Mr. Sumit Dahiya was appointed as the Chairman of Audit Committee.

The Board of Directors of the Company in its meeting held on 22.03.2023 has revised the details of the Chairman of the Audit Committee mentioned in Clause 4 of the existing Vigil Mechanism / Whistle Blower Policy.

The said revised policy has been properly communicated to all the directors and employees of the Company through the respective departmental heads and the new employees are being informed about the Vigil Policy by the Human Resources Department at the time of their joining.

The Company has not reported any complaints under Vigil Mechanism. Details of establishment of the Vigil Mechanism can be viewed on the Company's website at <https://www.cmlgrgroup.com/uploads/investors/1691414057igil-Mechanism-Policy.pdf>.

**DETAILS OF DIFFERENCES 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:**

Your company has not made any one-time settlement with any of its lenders.

**POLICIES ADOPTED BY THE COMPANY:**

The details of the policies approved and adopted by the Board as required under the Companies Act, 2013 and SEBI Regulations are available for the access at the website of the Company at <https://www.cmlgrgroup.com/investors.php?invest=2>.

**Code of Conduct of Board of Directors & Senior Management:**

The Board of Directors has laid down a Code of Conduct, for better transparency and Accountability for all the Board Members and Employees of the Company. All the Board members and senior management personnel have confirmed with the code as provided under Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the members of the Board of Director and Senior Management have affirmed compliance with code of conduct of Board of Directors and Senior Management during the financial year 2022-23 and a Declaration in this regard is attached as **Annexure 06**.

It describes their responsibility and accountability towards the company which is available for the access at the website of the Company at <https://www.cmlgrgroup.com/uploads/investors/1669104686code-of-Conduct-for-Board-and-Senior-Management.pdf>.

**Determination of Materiality of Information & Events:**

The Board of Directors has laid down a Policy for Determination & Disclosure of Materiality of Events and Information, the management of the company determines the material events of the company in accordance with this policy and discloses them for the investors. The policy is available for access at the website of the Company at <https://www.cmlgrgroup.com/uploads/investors/1668775179olicy-for-Determination-&-Disclosure-of-Materiality-of-Events-&-Information.pdf>.

**Insider Trading Disclosure:**

The Board of Directors of the Company has duly adopted Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Conduct for Prohibition of Insider Trading, pursuant to the provisions of Regulation 8 (Code of Fair Disclosure) and Regulation 9 (Code of Conduct), respectively, of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

The aforesaid codes have been adopted with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares, in excess of limits prescribed and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Company Secretary & Compliance Officer is responsible for implementation of the Code.



All Board of Directors and the designated employees have confirmed compliance with the Code.

### Terms and Conditions for Appointment of Independent Directors:

The Company has framed policy relating to Appointment of Independent Directors. The policy is available for access at the website of the Company at <https://www.cmlgrgroup.com/uploads/investors/1668604099erms-&-conditions-of-Appointment-of-Independent-Directors.pdf>.

### Policy on Identification of Group Companies, Material Creditors and Material Litigations:

In view of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Board of Directors of Company has adopted a policy and procedures for determination of Companies which are considered to be material as a group company of the Company within the meaning of 'Group Company' defined under the SEBI Regulations, Material Litigations and Material Creditors. The policy is available for access at the website of the Company at <https://www.cmlgrgroup.com/uploads/investors/1668770853ateriality-Policy-for-Indentification-of-Group-Companies-and-Litigation.pdf>.

### Archival Policy:

The Board of Directors of your Company has adopted a policy relating to retention and archival of corporate records of the Company in accordance with requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy is available for access at the website of the Company at <https://www.cmlgrgroup.com/uploads/investors/1668773539rchival-Policy.pdf>.

### Policy for Preservation of Documents:

The Board of Directors of your Company has adopted a policy on Preservation of Documents as per Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy is available for access at the website of the Company at <https://www.cmlgrgroup.com/uploads/investors/1668775266olicy-for-Preservation-of-Documents.pdf>.

### OTHER DISCLOSURES:

Your Directors state the status of disclosure or reporting requirement in respect of the following items, for the transactions/ events related to these items during the year under review:

### Non-applicability of certain Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time:

As per Regulation 15 of the SEBI (LODR) Regulations, 2015 the compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply to the Company.

### Corporate Governance:

The Corporate Governance requirements as stipulated under the of SEBI (LODR) Regulations, 2015 are not applicable to the company but the Company adheres to good corporate practices at all times. Report on Corporate Governance Practices and the Auditors Certificate regarding compliance of conditions of Corporate Governance and certification by CEO & CFO is not applicable to your Company as per regulation 15(2) (b) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

### Investors Education and Protection Fund

During the year under review no such events occurred which required to be reported under this category.

### Disclosures with respect to Demat suspense account/ unclaimed suspense account

During the year under review no such shares in the Demat suspense account or unclaimed suspense account which required to be reported as per Para F of Schedule V of the SEBI (LODR) Regulations, 2015.

### Disclosure of certain types of agreements binding listed entities

As all the agreements entered into by the Company are in normal course of business are not required to be disclosed as they either directly or indirectly or potentially or whose purpose and effect will not impact the management or control of the Company.

### CAUTIONARY STATEMENT

The annual report including those which relate to the directors' report, management discussion and analysis report may contain certain statements on the Company's intent expectations or forecasts that appear to be forward looking within the meaning of applicable securities laws and regulations while actual outcomes may differ materially from what is expressed herein.

### ACKNOWLEDGEMENT:

The Board of Directors takes this opportunity to express their sincere gratitude and appreciation for the support and co-operation extended by all the stakeholders. The Directors appreciate the support the Company received from Auditors, Bankers and Central/ State Government authorities. The Board also wholeheartedly acknowledges and appreciates the dedicated efforts and commitment of all employees of the Company.

### For and on behalf of Board of Directors

SD/-

**Chetan Kumar Agrawal**  
**Chairman & Managing Director**  
**DIN: 00748916**

SD/-

**Keshav Kumar Agrawal**  
**Joint Managing Director & CFO**  
**DIN: 02460958**

**Place: Raipur**

**Date: August 26, 2023**



**ANNEXURE-01 TO BOARD'S REPORT**
**COMMITTEES OF THE BOARD:**
**AUDIT COMMITTEE**

The composition of Audit Committee meets with the requirement of Section 177 of the Companies Act, 2013. The Members of the Audit Committee possesses financial / accounting expertise / exposure. The Audit Committee comprised of 4 (four) members as on 31st March, 2023. The powers, role and terms of reference of the Audit Committee includes the matters as specified under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, besides other terms as referred by the Board.

The Composition of the Audit Committee as on 31st March, 2023 is as follows:

S. No.	Name of Member	Designation	Nature of Directorship
1	Mr. Sumit Dahiya	Chairman	Non-Executive Independent Director
2	Mr. Ranjeet Singh Thakur	Member	Non-Executive Independent Director
3	Mr. Keshav Kumar Agrawal	Member	Joint Managing Director
4	Ms. Disha Keshariya	Member	Non-Executive Independent Director

There were 09 (Nine) Audit Committee Meetings duly convened during the financial year 2022-23 on following dates

S. No.	Date of Audit Committee Meeting	No. of members entitled to attend	No. of members attended
1	06.04.2022	3	3
2	12.07.2022	3	3
3	26.07.2022	3	3
4	17.08.2022	3	3
5	24.09.2022	3	3
6	08.11.2022	3	3
7	03.12.2022	3	3
8	28.12.2022	3	3
9	22.03.2023	3	3

The attendance of the members of the Committee are as under:

S. No.	Name of Member	Designation	Attendance at the Committee Meetings held During the Year	
			No. of meetings entitled to attend	No. of meetings attended
1	Mr. Sumit Dahiya	Chairman	6	6
2	Mr. Ranjeet Singh Thakur	Member	9	9
3	Mr. Keshav Kumar Agrawal	Member	9	9
4	Mr. Jyotish Chandra Das	Member upto 26.07.2022	3	3
5	Ms. Disha Keshariya	Member from 22.03.2023	0	0

The following changes occurred in the Composition of Audit Committee during the year:

S. No.	Name	Designation	Appointment /Resignation/Change in Designation	Date of Appointment /Resignation/Change in Designation
1.	Mr. Jyotish Chandra Das	Member	Resignation	26.07.2022
2.	Mr. Sumit Dahiya	Member	Appointment	26.07.2022
3.	Mr. Sumit Dahiya	Chairman	Change in Designation	22.03.2023
4.	Mr. Ranjeet Singh Thakur	Member	Change in Designation	22.03.2023
5.	Ms. Disha Keshariya	Member	Appointment	22.03.2023

**NOMINATION AND REMUNERATION COMMITTEE**

The composition of Nomination and Remuneration Committee (NRC) meets with the requirement of Section 178 of the Companies Act, 2013. The Members of the NRC possesses sound knowledge / expertise / exposure. The Committee comprised of 3 (three) members as on 31st March, 2023. The powers, role and terms of reference of the Nomination and Remuneration Committee includes the matters as specified under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, besides other terms as referred by the Board.

The Composition of the NRC as on 31st March, 2023 is as follows:

S. No.	Name of Member	Designation	Nature of Directorship
1	Mr. Ranjeet Singh Thakur	Chairman	Non-Executive Independent Director
2	Mr. Ramesh Kumar Agrawal	Member	Non-Executive Director
3	Ms. Disha Keshariya	Member	Non-Executive Independent Director

There were 05 (Five) NRC Meetings duly convened during the financial year 2022-23 on following dates:

S. No.	Date of NRC Meeting	No. of members entitled to attend	No. of members attended
1	06.04.2022	3	3
2	06.06.2022	3	3
3	12.07.2022	3	2
4	26.07.2022	3	3
5	17.08.2022	3	3

The attendance of the members of the Committee are as under:



S. No.	Name of Member	Designation	Attendance at the Committee Meetings held During the Year	
			No. of meetings entitled to attend	No. of meetings attended
1	Mr. Ranjeet Singh Thakur	Chairman	5	5
2	Mr. Ramesh Kumar Agrawal	Member	5	4
3	Mr. Jyotish Chandra Das	Member upto 26.07.2022	4	4
4	Ms. Disha Keshariya	Member from 26.07.2022	1	1

The following changes occurred in the Composition of NRC during the year:

S. No.	Name	Designation	Appointment /Resignation/Change in Designation	Date of Appointment / Resignation/Change in Designation
1.	Mr. Jyotish Chandra Das	Member	Resignation	26.07.2022
2.	Ms. Disha Keshariya	Member	Appointment	26.07.2022

## STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee (SRC) meets with the requirement of the Section 178 of the Companies Act 2013. The SRC is mainly responsible to review all grievances connected with the Company's transfer of securities and redressal of shareholders' / investors' / security holders' complaints. The Committee comprised of 3 (three) members as 31st March, 2023. The powers, role and terms of reference of the Stakeholders Relationship Committee includes the matters as specified under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, besides other terms as referred by the Board. The Board Constituted SRC in their meeting held on 26th August, 2022.

The Composition of the SRC as on 31st March, 2023 is as follows:

S. No.	Name of Member	Designation	Nature of Directorship
1	Mr. Ramesh Kumar Agrawal	Chairman	Non-Executive Director
2	Mr. Chetan Kumar Agrawal	Member	Managing Director
3	Mr. Sumit Dahiya	Member	Non-Executive Independent Director

There were 01 (One) SRC meeting duly convened during the financial year 2022-23 on following date:

S. No.	Date of SRC Meeting	No. of members entitled to attend	No. of members attended
1	16.08.2022	3	3

The attendance of the members of the Committee are as under

S. No.	Name of Member	Designation	Attendance at the Committee Meetings held During the Year	
			No. of meetings entitled to attend	No. of meetings attended
1	Mr. Ramesh Kumar Agrawal	Chairman	1	1
2	Mr. Chetan Kumar Agrawal	Member	1	1
3	Mr. Sumit Dahiya	Member	1	1

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The composition of Corporate Social Responsibility (CSR) Committee meets with the requirement of the Section 135 of the Companies Act 2013. The CSR Committee is mainly responsible to monitor and review CSR policy, recommend to the Board the amount of expenditure towards CSR Activities. The Committee comprised of 3 (three) members as 31st March, 2023. The powers, role and terms of reference of the CSR Committee includes the matters as specified under the Companies Act, 2013 besides other terms as referred by the Board.

The Composition of the CSR Committee as on 31st March, 2023 is as follows:

S. No.	Name of Member	Designation	Nature of Directorship
1	Mr. Ramesh Kumar Agrawal	Chairman	Non-Executive Director
2	Mr. Chetan Kumar Agrawal	Member	Managing Director
3	Mr. Ranjeet Singh Thakur	Member	Non-Executive Independent Director

There were 02 (Two) CSR Committee Meetings duly convened during the financial year 2022-23 on following dates:

S. No.	Date of Audit Committee Meeting	No. of members entitled to attend	No. of members attended
1	25.07.2022	3	3
2	30.03.2023	3	3

The attendance of the members of the Committee are as under:

S. No.	Name of Member	Designation	Attendance at the Committee Meetings held During the Year	
			No. of meetings entitled to attend	No. of meetings attended
1	Mr. Ramesh Kumar Agrawal	Chairman	2	2
2	Mr. Chetan Kumar Agrawal	Member	2	2
3	Mr. Ranjeet Singh Thakur	Member	2	2



SD/-

**Chetan Kumar Agrawal**  
Chairman & Managing Director  
DIN: 00748916

Place: Raipur  
Date: August 26, 2023

SD/-

**Keshav Kumar Agrawal**  
Joint Managing Director & CFO  
DIN: 02460958

## ANNEXURE-02 TO THE BOARD'S REPORT

### 1. DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1.The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23.

Name of the Directors	Designation	Remuneration (Rs)	Median Remuneration (MR) (Rs)	Ratio No. of times to MR
Ms. Disha Keshariya	Independent Director	80,000	2,53,428	0.32:1
Mr. Sumit Dahiya	Independent Director	80,000	2,53,428	0.32:1
Mr. Ranjeet Singh Thakur	Independent Director	50,000	2,53,428	0.2:1
Mr. Ramesh Kumar Agrawal	Non-Executive Director	1,50,000	2,53,428	0.59:1
Mr. Keshav Kumar Agrawal	Joint Managing Director	92,50,000	2,53,428	36.5:1
Mr. Chetan Kumar Agrawal	Managing Director	92,50,000	2,53,428	36.5:1
Mr. Jyotish Chandra Das*	Independent Director	NIL	2,53,428	N.A.

\*Mr. Jyotish Chandra Das has resigned from the Position of Independent Director with effect from 26.07.2022

### 2. The percentage increase in remuneration of each Director, CFO, CEO, Company Secretary for the financial year 2022-23 as compared to 2021-2022:

Name of the Directors & KMP's	Designation	Remuneration 2021-22 (Rs)	Remuneration 2023-22 (Rs)	% Increase/ (Decrease)
Ms. Disha Keshariya (Refer Note i)	Independent Director	N.A.	80,000	N.A.
Mr. Sumit Dahiya (Refer Note i)	Independent Director	N.A.	80,000	N.A.
Mr. Ranjeet Singh Thakur	Independent Director	40,000	50,000	25.00
Mr. Ramesh Kumar Agrawal	Non-Executive Director	6,00,000	1,50,000	(75.00)
Mr. Keshav Kumar Agrawal (Refer Note ii)	Director	6,00,000	N.A.	N.A.
Mr. Keshav Kumar Agrawal (Refer Note ii)	Joint Managing Director & CFO	N.A.	92,50,000	N.A.
Mr. Chetan Kumar Agrawal (Refer Note iii)	Director	6,00,000	N.A.	N.A.
Mr. Chetan Kumar Agrawal (Refer Note iii)	Managing Director	N.A.	92,50,000	N.A.
Mr. Jyotish Chandra Das (Refer Note i)	Independent Director	20,000	NIL	N.A.
Mr. Rahul Relwani (Refer Note i)	Company Secretary	N.A.	4,18,200	N.A.

- i. Notes: Ms. Disha Keshariya, Mr. Sumit Dahiya Mr. Rahul Relwani and Mr. Jyotish Chandra Das were appointed for part of the year. Therefore, percentage increase in remuneration is not reported.
- ii. Mr. Keshav Kumar Agrawal was designated as Joint Managing Director and appointed as Chief Financial Officer for part of the Year. Therefore, percentage increase in remuneration is not reported.
- iii. Mr. Chetan Kumar Agrawal was designated as Managing Director for part of the year. Therefore, percentage increase in remuneration is not reported.
- iv. The figures have been annualized for calculating % increase in remuneration.

**3. The percentage increase in the median remuneration of the employees in the Financial Year):**

There was 44% increase in the median remuneration of employee's during 2022-23.

**4. The numbers of permanent employees on rolls of the Company:** There were 49 permanent employees on the rolls of Company as on 31st March, 2023 except executive Directors.

**5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

Average percentage increase in salary of the Company's employees was 28.07%. The total managerial remuneration in Financial Year 2022-23 was Rs 188.60 lakhs as against Rs 18.60 lakhs during the previous year, an increase of 913.98%. The increase managerial remuneration is because the Company has Appointed/Designated Managing Director, Joint Managing Director & Chief Financial Officer during the year.

**6. Affirmation that the remuneration is as per the Remuneration Policy of the Company**

It is hereby affirmed that the remuneration paid is as per the remuneration policy of the Company.

**INFORMATION AS PER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH THE RULE 5 (2) & (3) OF THE (APPOINTMENT AND REMUNERATION) RULES, 2014 AS AMENDED, AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED ON MARCH 31, 2023.**

**A. The name of top 10 employees in terms of remuneration drawn:**

Sr. No.	Name	Designation	Gross Remuneration Drawn F.Y. 2022-23 (Rs)
1	Jeevappa Muttappa Wali	GM (Work)	11,96,229
2	Manoj Ratanlal Agrawal	GM (Comm.)	10,60,770
3	Vinod Devraoji Malwe	Manager (QC)	4,90,332
4	Rajkumar Ingle	Security Incharge (Security)	4,83,373
5	Shyam Sunder Ahirwal	Manager (Process)	4,78,492
6	Vinit Pradeep Maheshwari	Accounts Manager	4,40,760
7	Dhaneshwar Prasad Prajapati	Foreman	4,18,924
8	Rahul Relwani	Company Secretary	4,18,200
9	Rakesh Kumar Sahu	Dy. Manager (Electrical)	3,97,441
10	Ram Prakasrao Agrey	Manager (Sale & Dis.)	3,85,656

The details of qualifications, experience, age, date of commencement of employment, Nature of Employment and last employment of the aforesaid employees are maintained at the Registered Office of the Company and are open for inspection. Any member interested in obtaining a copy of the same, may write to the Company Secretary at cs@cmlgrgroup.com.

**B. Employed throughout the financial year ended on 31st March, 2023 and was in receipt of remuneration for that financial year, in the aggregate, was not less than One Crore Two Lakh Rupees:**

Not Applicable, as none of the employee employed throughout the year has received remuneration, in aggregate, of Rupees One Crore Two Lakh or more.

**C. Employed for a part of the financial year ended on 31st March, 2023 and was in receipt**

Particulars	Details	
Name of Employee	Mr. Chetan Kumar Agrawal	Mr. Keshav Kumar Agrawal
Designation of the employee	Chairman & Managing Director	Joint Managing Director & CFO
Remuneration Paid	Rs 12,50,000 per month	Rs 12,50,000 per month
Nature of Employment whether contractual or otherwise	Permanent	Permanent
Qualification of the employee	B.E. (Industrial Engineering)	Chartered Accountant & Bachelor of Commerce
Experience of the employee (Years)	16	13
Date of commencement of employment	Appointed as Director w.e.f 17.06.2019 & Designated as Managing Director w.e.f 12.07.2022	Appointed as Director w.e.f 17.06.2019, Appointed as CFO w.e.f 12.07.2022 & Designated as Joint Managing Director w.e.f 17.08.2022
Age (years)	36	32
Last employment held by such employee before joining the company	N.A.	N.A.
The percentage of equity shares held by the employee in the company	Individually Holding 0.61%	Individually Holding 0.61%
Whether any such employee is a director relative of any director or manager of the Company and if so, name of such or manager	Mr. Ramesh Kumar Agrawal (Father) & Mr Keshav Kumar Agrawal (Brother)	Mr. Ramesh Kumar Agrawal (Father) & Mr. Chetan Kumar Agrawal (Brother)

Notes:

1. The nature of employment in all above cases is contractual as per the rules and conditions of the Company.
2. Remuneration includes basic salary, allowances, perquisites, contribution to provident fund and other funds as per Company Policy.

SD/-

**Chetan Kumar Agrawal**  
Chairman & Managing Director  
DIN: 00748916

SD/-

**Keshav Kumar Agrawal**  
Joint Managing Director & CFO  
DIN: 02460958

Place: Raipur

Date: August 26, 2023



**ANNEXURE-03 TO THE BOARD'S REPORT 2022-23**

**ANNUAL REPORT ON CSR ACTIVITIES**

1. Brief outline of the Company's CSR Policy, including overview of projects and programs proposed to be undertaken and a reference to the Web Link to the CSR policy and projects or programs.

The CSR policy of Chaman Metallics Limited is governed with a focus on education, employability, environmental sustainability and poverty. The primary objective of the CSR policy and the CSR programs ("Programs") is to govern and enhance employability of the future generations and enhance the sustainability of the non-profit organizations. Chaman Metallics Limited will review these focus areas from time to time and make additions or deletions, based on the priorities for each year.

2. The Composition of the CSR Committee

Pursuant to the provisions of Section 135 of the Act, the Board of Directors shall constitute the Corporate Social Responsibility (CSR) Committee. The Members of CSR shall be appointed by the Board of Directors of the Company which must consist of three or more Directors out of which at least one director shall be an Independent Director. Accordingly, the constitution of CSR Committee formed is as follows:

Sl. No.	Name of the Director	Designation/Nature of Directorship	Number of Meetings of CSR Committee held during the year	"Number of Meeting of CSR Committee attended during the year"
1	Mr. Ramesh Kumar Agrawal	Chairman (Non-Executive Director)	2	2
2	Mr. Chetan Kumar Agrawal	Member (Managing Director)	2	2
3	Mr. Ranjeet Singh Thakur	Member (Non-Executive Independent Director)	2	2

3. The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company - <https://www.cmlgroup.com/investors.php?invest=2>

4. The 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 (attach the report)- 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-

"Sl. No."	Financial Year	Amount available for set-off from preceding Financial Years (in Rs)	Amount required to be set-off for the Financial Year, if any (in Rs)
1	2021-22	33,421	NIL
2	2020-21	NIL	NIL
3	2019-20	NIL	NIL
<b>Total</b>		<b>33,421</b>	<b>NIL</b>

**6 Average Net Profit of the Company as per section 135(5)-**

Net Profit			Total	Average Net profit
F.Y. 2019-20	FY.2020-21	FY.2021-22		
-1,83,24,846	6,94,76,710	12,23,31,110	17,34,82,974	5,78,27,658

- 7
- Two percent of average net profit of the company as per section 135(5)- Rs11,56,553
  - Surplus arising out of the CSR projects or programmes or activities of the previous financial years- NIL
  - Amount required to be set off for the financial year if any- Rs 33,421
  - Total CSR obligation for the financial year 2022-23 (7a+7b-7c)- Rs 11,23,132

8 (a) CSR amount spent or unspent for the financial year 2022-23 -

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.
11,82,011	N.A.	N.A.	N.A.	N.A.	N.A.

(b) Details of CSR amount spent against ongoing projects for the financial year 2022-23 -

Sl. 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.	Dis-trict.						Name	CSR Registration number.
<b>Not Applicable</b>												

(c) Details of CSR amount spent against other than ongoing projects for the financial year 2022-23:

Sl. 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.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	"Mode of Implementation - Through Implementing Agency"	
				State.	Dis-trict.			Name.	CSR registration number.
1	Distribution of Pen and Book to Students.	Promoting Education	Yes	Maha-rashtra	Chandra-pur	70,011	Yes	N.A.	N.A.
2	Donation to Gramin Vikas Sikshan Sanstha Yeoda, Financial Aid provided for Skill Development and Promotion of Education by imparting training under "Certificate Course in Information Technology" to needy students.	Promoting Education	No	Maha-rashtra	Chandra-pur	5,00,000	No	Gramin Vikas Sikshan Sanstha Yeoda	CSR00036793
3	"Donation to Har-govindrai Ganpatrai Charitable Trust, Contribution towards setting up of Old Age homes, day care centres and such other facilities for senior citizens."	Setting up old age homes, day care centres and such other facilities for senior citizens	No	Chhat-tisgarh	Raipur	4,00,000	No	Ganpatrai Hargovindrai Charitable Trust	CSR00014305

4	Provided sewing machines for distribution to needy women to Gram Panchayat of Sakhar-vahi, Chandra-pur	"Contri-bution towards promotion of voca-tional skills"	Yes	Maha-rashtra	Chandra-pur	42,000	Yes	N.A.	N.A.
5	Provided bicycle for students to Gram Panchayat of Sakhar-vahi, Chandra-pur	"Contri-bution towards promotion of liveli-hood in rural areas"	Yes	Maha-rashtra	Chandra-pur	45,000	Yes	N.A.	N.A.
6	Contri-bution to Prime Minister's National Relief Fund for providing immediate relief to families of those affected by natural calamities	Health Care	Yes	Maha-rashtra	Chandra-pur	1,00,000	Yes	N.A.	N.A.
7	Payment for Distribution of National Flags on Independence Day	Communi-ty Service	Yes	Maha-rashtra	Chandra-pur	25,000	Yes	N.A.	N.A.

(d) Amount spent in Administrative Overheads- NIL

(e) Amount spent on Impact Assessment, if applicable- Not Applicable

(f) Total amount spent for the Financial Year 2022-23 (8b+8c+8d+8e) - Rs 11,82,011

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

Sl. No.	Particular	"Amount (in Rs.)"
(i)	Two percent of average net profit of the company as per section 135(5)	11,56,553
(ii)	Total amount spent for the Financial Year	11,82,011
(iii)	Excess amount spent for the financial year [(ii)-(i)]	25,458
(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)]	25,458



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

Sl. No.	"Pre-ceeding 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.	
1	2021-22	NIL	NIL	N.A.	NIL	N.A.	NIL
2	2020-21	NIL	NIL	N.A.	NIL	N.A.	NIL
3	2019-20	NIL	NIL	N.A.	NIL	N.A.	NIL
<b>Total</b>		<b>NIL</b>	<b>NIL</b>	<b>N.A.</b>	<b>NIL</b>	<b>N.A.</b>	<b>NIL</b>

(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.
<b>Not Applicable</b>								

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:

**(asset-wise details). - Not Applicable**

- Date of creation or acquisition of the capital asset(s).
  - Amount of CSR spent for creation or acquisition of capital asset.
  - Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
  - Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).
- ii. 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**

For, Chaman Metallics Limited

**SD/-**  
**Chetan Kumar Agrawal**  
**Managing Director & CFO**  
**DIN: 0074891**

**SD/-**  
**Ramesh Kumar Agrawal**  
**Director & Chairman of CSR Committee**  
**DIN: 00748853**

**SD/-**  
**Keshav Kumar Agrawal**  
**Joint Managing Director & CFO**  
**DIN: 02460958**

**Place: Raipur**  
**Date: August 26, 2023**

**ANNEXURE-04 TO THE BOARD'S REPORT**  
**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT OF**  
**CHAMAN METALLICS LIMITED**

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2023

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

To,  
The Members,

CHAMAN METALLICS LIMITED,  
A-26, M.I.D.C, TADALI GROWTH CENTRE,  
TADALI MH 442406 IN

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CHAMAN METALLICS LIMITED (CIN: U27100MH2003PLC143049)** (hereinafter called the Company) for financial year from April 01, 2022 to March 31, 2023 (hereinafter referred to as "the Audit Period"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit and as per the explanations given to us and the representations made by the Management of the Company, we hereby report that in our opinion, the Company had during the Audit Period generally complied with the statutory provisions listed hereunder and also that the Company had proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed during the Audit Period and other records made available to us and maintained by the Company and as shown to us during our audit and according to the provisions of the following laws:

- The Companies Act, 2013 and the Rules made there under and the applicable provisions of the Companies Act, 1956;
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the audit period);
  - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the audit period);
  - The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the audit period);
  - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the audit period);
  - The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
- The Company has identified the following laws as specifically applicable to the company:
  - The Payment of Wages Act, 1936
  - Employee's State Insurance Act, 1948
  - The Employee's Provident Fund and Miscellaneous Provisions Act, 1952
  - The Payment of Bonus Act, 1965
  - The Payment of Gratuity Act, 1972

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

- Secretarial Standards issued by The Institute of Company Secretaries of India;
- The Listing Agreements entered into by the Company with National Stock Exchange(s);

During the Audit Period and as per the explanation and clarification given to us and the representations made by the management, the Company had generally complied with the provisions of the Act, Rules, Regulations, Guidelines etc. mentioned above.

**We further report that:**

1. The Directors have complied with the requirements as to disclosure of interests and concerns in contracts and arrangements, shareholdings / debenture holdings and directorships in other companies and interests in other entities;
2. The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;
3. The Company has obtained all necessary approvals under the various provisions of the Act; and
4. There was no prosecution initiated during the year under review under the Companies Act and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers though some forms were uploaded with late filing fees .

**We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act.

Adequate notice were given to directors to schedule the Board Meetings, committee meetings and agenda along with the detailed notes on agenda were also sent in advance of seven days, however a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings were taken unanimously.

We further report that as per the explanations given to us and the representations made by the management and relied upon by us, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the company has not done any such events mentioned below:

- a. Redemption / buy-back of securities
- b. Merger / amalgamation / reconstruction, etc.
- c. Foreign technical collaborations

**Place: Ujjain**  
**Date: 26.08.2023**

**For Amit Dharmani & Associates**  
**Company Secretaries**  
**Amit Dharmani**  
**Proprietor**  
**FCS 12050**  
**COP 18179**  
**UDIN: F012050E000870985**  
**Unique Identification No.: S2017MP474100**  
**Peer Review Certificate No: 996/2020**

This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' a

forms an integral part of this report.

**ANNEXURE – A**

**(To the Secretarial Audit Report of CHAMAN METALLICS LIMITED for the financial year ended March 31, 2023)**

To,  
The Members,  
CHAMAN METALLICS LIMITED,  
A-26, M.I.D.C, TADALI GROWTH CENTRE,  
TADALI MH 442406 IN

Our Secretarial Audit Report for the financial year 31<sup>st</sup> March, 2023 is to be read along with this letter.

**Management’s Responsibility:-**

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor’s Responsibility:-**

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

3. We believe that audit evidence and information obtained from the Company’s management is adequate and appropriate for us to provide a basis for our opinion.

4. Wherever required, we have obtained the management’s representation about the compliance of laws, rules and regulations and happening of events etc.

**Disclaimer:-**

5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

6. We have not verified the correctness and appropriateness of financial records and books of account of the Company.

**Place: Ujjain**  
**Date: 26.08.2023**

**For Amit Dharmani & Associates**  
**Company Secretaries**  
**Amit Dharmani**  
**Proprietor**  
**FCS 12050**  
**COP 18179**  
**UDIN: F012050E000870985**  
**Unique Identification No.: S2017MP474100**  
**Peer Review Certificate No: 996/2020**



## ANNEXURE-05 TO BOARD'S REPORT

### Management Analysis and Discussion Report

#### INDUSTRY STRUCTURE AND DEVELOPMENTS

##### Global Steel Industry:

The World Steel Association ("world steel") has recently released its Short-Range Outlook (SRO) steel demand forecast for 2023 as well as for 2024. "Indicating demand will see a 2.3% and 1.7% rebound in the year 2023 and in 2024 respectively. The coming year growth is expected to accelerate in most regions, but deceleration is expected in China.

The demand for good quality steel is expected to increase further with countries more focused on cutting down emissions. On the supply front, contradiction from Russia, Ukraine and India (increase in export duty) is expected whereas supply from Brazil and Australia is expected to rise.

##### Indian Steel Industry:

As per the Economic Survey Report for 2022-23, the cumulative growth rate for steel sector in the Index of Eight Core Industries was 11.3% during 2022-23 over the corresponding period of previous year. As Steel Sector plays a crucial role in various sector such as construction, infrastructure, engineering, automobile, defense, etc. In the recent past steel sector in India has witnessed tremendous growth and has emerged as a global force in steel production by attaining the 2nd Spot as largest crude steel producer in the world.

On the demand side, India as a global player for steel has also been facing the impact of high inflation rate impacting the steel demand. In addition to that rise in export duties on Steel, iron ore and pellet will also affect the exports. However, there has been significant increase in domestic demand owing to rise in consumption in private sector and increase in government expenditure through various schemes such as Gati Shakti, National Infrastructure Pipeline (NIP) etc., further in the budget-2023 there has been increased in CAPEX by 35.4% to compensate the decline in export.

On the supply front, government has introduced several initiatives to boost steel production in India and to reach 300 million ton in production by the end of 2030. The ministry of steel has signed various MoU's with various companies under Production Linked Incentive (PLI) Scheme and more than 60 applications from 30 companies have been selected under the said scheme for specialty steel which will attract a committed investment of up to Rs 42,500 Crore which will not only increase the capacity by 25 million tons but will also create employment opportunity for more than 60,000 people.

#### OPPORTUNITIES

Demand and Supply gap for Steel & Iron ore in international market due to steel production curb in China, sanctions on Russia and damage to Ukraine in the war will call for increase the market share of Indian Steel at global level.

The government announcement relating to introduction of more than 100 transportation and infrastructure projects will ensure that first and last mile connectivity for transportation and storage of coal, iron ore, steel etc., and will spur up the domestic steel demand.

Favorable government policies and programs including Make-in-India initiative along with significant rise in foreign direct investments are likely to remain the key drivers of market growth in Indian economy.

Government is conducting auctions for new iron ore mines on lease and the recent amendments in Mines and Minerals (Development and Regulation) Act ("MMDRA") allowing sale of up to 50% of the iron ore production of captive mines in open market may lead to increase in supply of iron ore resulting into availability of iron ore (being our primary raw material) at competitive price.

#### THREATS

Rising inflation across globe can impact consumption and can lead to fiscal tightening, increasing the cost of borrowings affecting financial and investment decisions.

Any intensification of geopolitical tension in Europe will disrupt the whole market dynamics.

Availability of quality raw materials at competitive price and its price fluctuation also a major factor. The auction of iron ore mines is conducted by respective State Government(s) and it could be a cumbersome process at times. Government policy on duties, tax and other charges may also impact demand and supply.

The industries in steel sector usually involved a very high temperature thermal and/or chemical transformation in order to produce desired quality output which inevitably lead to hazardous work environment and further maintenance and inspection of such machineries becomes a challenging process and structural integrity of machineries also gets affected.

#### SEGMENT WISE OR PRODUCT WISE PERFORMANCE

The major and material activities of the company are restricted to only one geographical segment i.e., India, hence the segment wise disclosures are also not applicable.

The company deals in manufacturing of Sponge Iron as its single segment in which the company operates; hence no reportable segments or product wise performance disclosures is applicable.

#### OUTLOOK

With series of Auctions in Mining Sector, availability of raw materials for steel manufacturing will improve and with focus on infrastructure development of the present government along with political stability, the outlook of the industry as a whole appears to be positive and our Company is well placed to tap this opportunity going forward. The Steel Sector is performing well and momentum is likely to continue in next few quarters, your Company is under process of strategic expansion in phased manner and received Environment Clearance from Ministry of Environment, Forest and Climate Change for Expansion of Sponge Iron Plant, Installation of Pellet Plant, Induction Furnace to manufacture M.S. Billets, Rolling Mill to manufacture TMT Bars, Power Plant and Submerged Arc Furnace to manufacture Ferro Alloys (Ferro Manganese or Silico Manganese or Pig Iron or Ferro Silicon) at A-26, MIDC, Survey No.183 & 184, Tadali Chandrapur, Maharashtra.

With the proposed expansion the Company will focus on forward as well as backward integration and Installation of waste heat recovery boiler will not only reduce the power cost by generating power using waste heat gases from the process. The project activity enables re-

duction in CO2 emissions and saves the conventional fuel.

#### RISK AND CONCERNS

The Key risks are global steel demand scenario, non-availability (or undue increase in cost) of raw materials, such as iron ore, coal and labour etc., coupled with market fluctuations. The Company does not apprehend any inherent risk in the long run, with the exception of certain primary concerns that have afflicted the progress of our industry in general, like, Shortage of Labour, Rising manpower, rising material costs, fluctuation in Import and Export Duty

Moreover, Risk Management is an integral part of our Company's business strategy. A dedicated team is a part of the management processes governed by the senior management team. This team reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyzes risk exposure related to specific issues and provides oversight of risk across the organization. The team nurtures a healthy and independent risk management function to avoid any kind of misappropriations in the Company.

#### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company's internal control system is designed to ensure operational efficiency, accuracy and promptness in financial reporting and compliance with laws and regulations. The company has adequate policies and procedures for its existing operations and future growing desires.

The company has appointed S.R.K.N. & Associates to carry out the Internal Audit. The audit is based on focused and risk based Internal Audit Plan, which is reviewed each year after consulting the Audit Committee.

The audit committee reviews report as submitted by Internal auditor's suggestions to improve any process or controls which are considered by the management and audit committee. OP Singhania & Co., the Statutory auditors of the company audited the financial statements included in this Annual Report and issued a report on the Internal controls over financial reporting (as defined under section 143 of the Companies act, 2013)

Adequacy of controls of the key processes is also being reviewed by the Internal Audit team. Suggestions to further strengthen the process are shared with the process owners and changes are suitably made. Significant findings, along with management response and status of action plans are also periodically shared with and reviewed by the Audit Committee. It ensures adequate internal financial control exist in design and operation.

#### MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED

The growth attained by the Company is largely a function of the competence and quality of its human resources. We recognize people as our most valuable asset and we have built an open, transparent and meritocratic culture to nurture this asset. Talent Management is a key people planning tool that provides an integrated means of identifying, selecting, developing and retaining top talent within our organisation. Attrition has been managed well and has been below industry benchmarks. We have a strong system of grievance handling too. The manpower strength of the Company as on 31st March, 2023 was 46. The company maintained harmonious industrial relations during the period.

#### FINANCIAL AND OPERATIONAL PERFORMANCE

The Company's total revenue has increased by 23.12% to Rs. 22,761.86 Lakhs from Rs. 18,486.79 Lakhs as compared to previous financial year.

The Company's EBITDA has increased by 73.39% to Rs. 2,747.21 Lakhs from 1,584.41 Lakhs as compared to previous financial year.

The Company's Net Profit after Tax has increased by 108.76% to Rs. 1,709.63 Lakhs from Rs. 818.95 Lakhs as compared to the previous financial year.

The Company' EPS has increased by 93.72% to Rs. 8.93/- from Rs. 4.61/-.

The Company is focused closely on Cost Control and Working Capital Management. This will enable company to increase its Turnover as well as Profitability and Company is looking forward to increase its profit in the coming financial years with the support of all the Stakeholders of the company.

#### SIGNIFICANT CHANGES IN FINANCIAL RATIOS

There was significant change (i.e., change if 25% or more as compared to the previous year)

Particulars	As at 31.03.2023	As at 31.03.2022	% Variance	Reasons
Debtors Turnover	20.23	22.37	(9.57)	--
Inventory Turnover	105.20	22.37	370.18	Variance due to lowering of inventories level on account of better sales realizations coupled with higher sales
Interest Coverage Ratio	11.53	7.46	54.56	Improved profit margins resulting into increase in EBITDA and company's dependency on debt has been reduced resulting into lowering of finance cost.
Current Ratio	3.73	2.10	77.55	Improved liquidity on account of improved profitability resulting in decrease in current liabilities and increase in current liabilities
Debt Equity Ratio	0.28	0.66	(57.50)	Due to change in equity during the year on account of IPO

Operating Profit Margin	16.00	10.56	51.59	Improved better management controls, more efficient use of resources, improved pricing, and more effective marketing strategies.
Net Profit Margin	7.51	4.43	69.55	Due to improved operating profit on account of better sales realization and margins.
Debt Service Coverage Ratio	7.42	4.19	77.10	Due to improved operating profit on account of better sales realization and margins.
Net Capital Turnover Ratio	4.43	9.53	(53.45)	Due to improved operating profit on account of better sales realization and margins.
Return on Net Worth	22.24	21.50	0.74	Due to increase in net profit of the Company.

**CAUTIONARY STATEMENT**

The above Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include external economic conditions affecting demand/supply influencing price conditions in the market in which the Company operates, changes in Government regulations, taxlaws, and other incidental factors.

SD/-  
**Chetan Kumar Agrawal**  
 Chairman & Managing Director  
 DIN: 00748916

Place: Raipur  
 Date: August 26, 2023

SD/-  
**Keshav Kumar Agrawal**  
 Joint Managing Director & CFO  
 DIN: 02460958

**ANNEXURE-06 TO BOARD'S REPORT**
**DECLARATION REGARDING CODE OF CONDUCT**

I, Chetan Kumar Agrawal, Chairman and Managing Director of 'Chaman Metallics Limited', hereby declare that the members of the Board of Director and Senior Management have affirmed compliance with code of conduct for Board and Senior Management for the year ended 31st March, 2023

SD/-  
**Chetan Kumar Agrawal**  
 Chairman & Managing Director  
 DIN: 00748916  
 Place: Raipur  
 Date: August 26, 2023

SD/-  
**Keshav Kumar Agrawal**  
 Joint Managing Director & CFO  
 DIN: 02460958



## Independent Auditor's Report

To the Members of Chaman Metallics Limited

Report on the Audit of Financial Statements

### Opinion

We have audited the accompanying financial statements of Chaman Metallics Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2015, as amended, ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and its profit and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA's") 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 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 financial statements.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

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

In preparing the 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 is also responsible for overseeing the Company's financial reporting process.

### Auditor's 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 skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our

opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal 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 Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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 financial statements.

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

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

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

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - 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 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:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
    - iii. There were no amounts required to be transferred, to the Investor Education and Protection Fund by the Company.

- iv.
  - a. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide.
  - b. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under and (b) above, contain any material misstatement.
- i. No dividend has been declared or paid during the year by the Company.
- j. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 1, 2023, reporting under this clause is not applicable

sd/-  
For **OPSinghania & Co.**  
(ICAI Firm Regn. No.002172C)  
Chartered Accountants

**Sanjay Singhania**  
Partner  
Membership No.076961

Raipur, 29th May, 2023

UDIN: 23076961BGWSJD5539



**ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Chaman Metallics Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
  - b. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (B) The Company has maintained proper records showing full particulars of intangible assets.
  - b. The Company has a program of physical verification of Property, Plant and Equipment to cover all the assets once every 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, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - c. Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties, disclosed in the financial statements included under Property, Plant and Equipment and investment properties are held in the name of the Company as at the balance sheet date.
  - d. The company has not revalued any of its Property, Plant and Equipment, intangible assets and investment properties during the year.
  - e. No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. f. As explained to us, the physical verification of inventories has been conducted at reasonable intervals by the management during the year. In our opinion, the frequency of the verification is reasonable. The discrepancies noticed on verification between the physical stocks and the book records were not more than 10% or more in the aggregate of each class of inventory and have been properly dealt with in the books of account.
- g. Based on the audit procedure and on an overall examination of financial statements, we are of the opinion that the stock statements and quarterly returns filed by the company, in respect of working capital loan availed from banks, are in agreement with the books of account of the company and no material discrepancies have been observed.
- iii. The Company has made investments in, companies, firms, Limited Liability Partnerships, and granted unsecured loans to other parties, during the year, in respect of which:
  - A. The Company has provided unsecured loans or advances in the nature of loans or provided security to any other entity during the year,
    - a. The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to subsidiary, associates or joint ventures during the year, and hence reporting under clause 3(iii)(a) (A) of the Order is not applicable.
    - b. The aggregate amount of loan given during the year Rs. 1432.91 lacs and the balance outstanding with respect to such loans provided at the balance sheet date other than subsidiaries, associates and Joint ventures is Rs. 1412.07 lacs.
  - B. In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.
  - C. In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per stipulation.
  - D. In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
  - E. No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.
  - F. The Company has granted unsecured loans or advances in the nature of loans repayable on demand during the year to related parties as defined in Clause (76) of Section 2 of the Companies Act, 2013.

The Company has granted unsecured loans or advances in the nature of loans repayable on demand during the year to related parties as defined in Clause (76) of Section 2 of the Companies Act, 2013.

Particulars	All Parties	Promoter	Related Parties
Aggregate of loans or advances in the nature of loan repayable on demand	1412.07 lacs	-	1412.07 lacs
Percentage of loans or advances in the nature of loan to the total loans	100%	-	100%

- iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi. We have broadly reviewed the books of account maintained by the company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, in respect of Company's products to which the said rules are made applicable 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
- vii. In respect of statutory dues:
  - a. In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
  - There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
  - b. Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes are given below:

Name of the Statute	Nature of Dues	Amount* Rs. in Lacs	Forum where dispute is pending
Income Tax Act, 1961	Income Tax demand for the A.Y.2008-09	18.02	CIT (Appeals)
Income Tax Act, 1961	Income Tax demand for the A.Y.2011-12	0.06	CIT (Appeals)
Income Tax Act, 1961	Income Tax demand for the A.Y.2009-10	36.11	CIT (Appeals)

\* Net of deposit

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961)
- ix. a. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender and hence reporting under clause 3(ix)(a) of the Order is not applicable.
- b. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c. On an overall examination of the financial statements of the Company, the Company has not taken any term loan except loan against hypothecation of vehicle during the year, therefore, the reporting under clause 3(ix)(c) of the Order is not applicable.
- d. On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- e. On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- f. The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and hence reporting on clause 3(ix)(f) of the Order is not applicable
- x. a. In our opinion and according to the information and explanations given to us, the company has utilized funds raised by way of initial public offer of shares for the purposes for which they were raised and balance unutilized amount lying in the fixed deposits with bank.
- b. During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. a. No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b. No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c. We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of

this report), while determining the nature, timing and extent of our audit procedures

- xii The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv
  - a. In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
  - b. We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company
- xvi
  - a. In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable.
  - b. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi) (d) of the Order is not applicable
- xvii The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii There has been no resignation of the statutory auditors of the Company during the year.
- xix On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx There are no unspent amounts towards Corporate Social Responsibility (CSR) in accordance with Section 135 of the said Act. Accordingly, reporting under clause 3(xx) (a) and (b) of the Order is not applicable for the year.

Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes are given below:

For **OPSinghania & Co.**  
(ICAI Firm Regn. No.002172C)  
Chartered Accountants

**Sanjay Singhania**  
**Partner**  
Membership No.076961

Raipur, 29th May, 2023

UDIN: 23076961BGWSJD5539

## Annexure – B to the Independent Auditors’ Report

### Report on the Internal Financial Controls Over Financial Reporting 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 **Chaman Metallics Limited** (the “Company”) as of 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### 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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the 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 adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s 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 system over financial reporting.

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

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

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

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

#### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, 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.

sd/-

For **OPSinghania & Co.**  
(ICAI Firm Regn. No.002172C)  
Chartered Accountants

**Sanjay Singhania**  
**Partner**  
Membership No.076961

Raipur, 29th May, 2023

UDIN: 23076961BGWSJD5539



**Balance Sheet as at 31 March 2023**

	Notes	"As at 31 March 2023" Rs	"As at 31 March 2022" Rs
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
<b>Share Capital</b>	3	2,413.48	789.46
Reserves and surplus	4	5,273.41	3,018.49
		<b>7,686.90</b>	<b>3,807.94</b>
<b>Non-Current Liabilities</b>			
Long-term borrowings	5	1,737.24	1,475.69
Deferred Tax Liabilities (net)	6	341.39	328.83
Long-term provisions	7	3.71	3.96
		<b>2,082.35</b>	<b>1,808.48</b>
<b>Current Liabilities</b>			
Short-term borrowings	8	421.34	1,040.11
Trade payables	9		
"- total outstanding dues of micro enterprises and small enterprises"		587.94	2.15
"- total outstanding dues of creditors other than micro enterprises and small enterprises"		495.19	495.38
Other current liabilities	10	188.86	224.49
Short-term provisions	7	186.16	0.01
		<b>1,879.50</b>	<b>1,762.14</b>
<b>Total</b>		<b>11,648.74</b>	<b>7,378.57</b>
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, plant and equipment	11	2,689.73	2,652.52
Intangible Assets	12	0.99	1.38
Capital Work in Progress	13	453.09	223.53
Non-current Investments	14	230.57	99.97
Long-term loans and advances	15	1,110.15	409.09
Other non-current assets	16	151.80	289.16
<b>Total</b>		<b>4,636.33</b>	<b>3,675.65</b>
<b>Current Assets</b>			
Inventories	17	1,524.00	1,832.61
Trade receivables	18	1,055.70	1,194.31
Cash and bank balances	19	2,423.59	25.36
Short-term loans and advances	15	1,886.47	619.19
Other Current Assets	16	122.63	31.45
		<b>7,012.41</b>	<b>3,702.92</b>
<b>Total</b>		<b>11,648.74</b>	<b>7,378.57</b>
Summary of significant accounting policies	2		
The accompanying notes are integral part of the financial statements.			

sd/-  
For OP Singhania & Co.  
(ICAI Firm Regn. No:002172C)  
Chartered Accountants

Sanjay Singhania  
Partner  
Membership No.: 076961

Place : Raipur (C.G.)  
Date : 29th May, 2023

"For and on behalf of the Board of Directors of Chaman Metallics Limited"

Chetan Kumar Agrawal  
Managing Director  
DIN-00748916

Rahul Relwani  
Company Secretary

Ramesh Kumar Agrawal  
Director  
DIN-00748853

Keshav Kumar Agrawal  
CFO

**Statement of Profit and Loss for the year ended 31 March 2023**

Particulars	Note No.	"Year ended 31 March 2023" Rs	"Year ended 31 March 2022" Rs
<b>INCOME</b>			
Revenue from operations	20	22,761.86	18,486.79
Other income	21	135.82	59.53
<b>Total Revenue</b>		<b>22,897.69</b>	<b>18,546.32</b>
<b>EXPENSES</b>			
Cost of materials consumed	22	17,725.86	15,208.41
"Changes in inventories of finished goods, by-product and stock-in-trade"	23	-124.08	169.50
Employee benefits expense	24	361.52	135.35
Finance costs	25	222.58	189.46
Depreciation and amortization expense	26	181.93	171.64
Other expenses	27	2,187.19	1,448.65
<b>Total Expenses</b>		<b>20,554.99</b>	<b>17,323.01</b>
<b>Profit Before Tax</b>		<b>2,342.69</b>	<b>1,223.31</b>
Tax expense:			
Current Tax		620.50	-
Deferred Tax		12.56	320.45
Tax related to earlier years		-	83.90
		<b>633.06</b>	<b>404.36</b>
<b>Profit (Loss) for the period</b>		<b>1,709.63</b>	<b>818.96</b>
Earnings per equity share [nominal value of share @ Rs 10/- (31st March, 2022" Rs 10/-)]	28		
Basic / Diluted		8.93	4.61
Summary of significant accounting policies	2		
The accompanying notes are integral part of the financial statements.			

As per our report of even date.

sd/-

For OP Singhania & Co.  
(ICAI Firm Regn. No:002172C)  
Chartered Accountants

Sanjay Singhania  
Partner  
Membership No.: 076961

Place : Raipur (C.G.)  
Date : 29th May, 2023

"For and on behalf of the Board of Directors of Chaman Metallics Limited"

Chetan Kumar Agrawal  
Managing Director  
DIN-00748916

Rahul Relwani  
Company Secretary

Ramesh Kumar Agrawal  
Director  
DIN-00748853

Keshav Kumar Agrawal  
CFO

**Statement of Cash Flow for the year ended 31 March 2023**

Particulars	"Year ended 31 March 2023" Rs	"Year ended 31 March 2022" Rs
<b>Cash Flow From Operating Activities</b>		
Profit Before Tax	2,342.69	1,223.31
Adjustments for :	-	-
Depreciation	181.93	171.64
Finance cost	222.58	189.46
Profit on sale of property, plant & equipment	(1.48)	-
Capital WIP written off	131.25	-
Sundry balance written off	29.55	-
Profit on sale of Investments	(8.93)	0.12
Provision for gratuity	0.02	2.11
Dividend received	(1.59)	(0.04)
Interest income	(74.57)	(24.41)
Operating Profit Before Working Capital Changes	<b>2,821.45</b>	<b>1,562.19</b>
Adjustments for :		
(Increase)/decrease in inventories	308.61	(198.24)
(Increase)/decrease in trade receivables	138.61	(736.14)
(Increase)/decrease in short-term loans and advances	(1,267.28)	70.15
(Increase)/decrease in long-term loans and advances	(701.06)	(400.30)
(Increase)/decrease in short-term other assets	(91.18)	81.87
(Increase)/decrease in Long-term other assets	(51.10)	(0.61)
Increase/(decrease) in current liabilities and provision	520.39	(874.98)
<b>Cash generated from operations</b>	<b>1,678.44</b>	<b>(496.06)</b>
Taxes Paid	<b>(434.62)</b>	<b>(95.87)</b>
<b>Net Cash Flow From/ (Used In) Operating Activities</b>	<b>1,243.82</b>	<b>(591.93)</b>
<b>Cash Flow From / (Used In) Investing Activities</b>		
Purchase of property, plant and equipment	(585.51)	(255.41)
Proceeds from disposal of property, plant & equipment	7.44	-
Proceeds from purchase of Non-current investments	(121.67)	(97.99)
Deposit with bank with maturity for more than three months	(15.27)	(16.09)
Dividend received	1.59	0.04
Interest received	74.57	24.41
<b>Net Cash Flow From / (Used In) Investing Activities</b>	<b>(638.86)</b>	<b>(345.04)</b>
<b>Cash Flow From / (Used In) Financing Activities</b>		
Proceeds from issuance of equity share capital (net of issue expenses)	2,185.46	-
Bonus share issue expense	(16.15)	-
Proceeds from/(Repayment of) long-term borrowings (net)	261.55	914.05
Proceeds from short-term borrowings (net)	(618.77)	208.93
Finance Cost	(222.56)	(188.49)
<b>Net Cash Flow From / (Used In) Financing Activities</b>	<b>1,589.53</b>	<b>934.49</b>
<b>Net Increase / (Decrease) In Cash And Cash Equivalents (A + B + C)</b>	<b>2,194.50</b>	<b>(2.48)</b>

Opening Cash And Cash Equivalents	25.36	27.84
Closing Cash And Cash Equivalents	2,219.86	25.36

Cash and cash equivalents consist of cash on hand and balances with banks. Cash and cash equivalents included in the cash flow statement comprise of the following Balance Sheet items.

	"As at 31 March 2023" Rs	"As at 31 March 2022" Rs
Cash In Hand	5.10	5.61
Balance with banks		
- in deposit accounts (maturity less than 3 months)	2,200.00	-
- in current accounts	14.75	19.75
<b>Total</b>	<b>2,219.86</b>	<b>25.36</b>

As per our report of even date.

"For and on behalf of the Board of Directors of Chaman Metallics Limited"

sd/-

**For OP Singhania & Co.**  
(ICAI Firm Regn. No:002172C)  
Chartered Accountants

**Chetan Kumar Agrawal**  
Managing Director  
DIN-00748916

**Ramesh Kumar Agrawal**  
Director  
DIN-00748853

**Sanjay Singhania**  
Partner  
Membership No.: 076961

**Rahul Relwani**  
Company Secretary

**Keshav Kumar Agrawal**  
CFO

Place : Raipur (C.G.)  
Date : 29th May, 2023



## Notes to Financial Statement for the year ended 31 March 2023

### Note-1 Corporate Information

Chaman Metallics Limited is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is engaged in the manufacture and sale of Iron and Steel. During the year the company has got listed in SME-Bombay Stock Exchange. The addresses of its registered office and principal place of business are disclosed in the introduction to the annual report. The financial statements were approved for issue in accordance with a resolution of the directors on 29 May, 2023.

### Note-2 Summary of significant accounting policies

#### a. Basis of preparation of financial statements

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('the Act'), read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended from time to time) and presentation requirements of Division I of Schedule III to the Companies Act, 2013.

The accounting policies have been consistently applied by the Company are consistent with those used in the previous year.

The Company's financial statements are presented in Indian Rupees which is also its functional currency and all values are rounded to nearest lacs (RS in lacs).

#### b. Use of estimates

The preparation of the financial statements in conformity with GAAP requires Management to make estimates and judgments that affect the reported balances of assets and liabilities and disclosure relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period for the periods presented. Management believes that the estimates used like Net realizable value of Inventories etc. in the preparation of financial statements are prudent and reasonable. Future results could differ from these estimates.

#### c. Property, plant and equipment (PPE)

Property, plant and equipment have been stated at cost of acquisition inclusive of expenses directly attributable / related to the acquisition/ construction/erection of such assets. GST and other applicable taxes paid on acquisition of property, plant and equipment are capitalized to the extent not available/ utilizable as input tax credit under GST or other relevant law in force.

Expenditure incurred on renovation and modernization of PPE on completion of the originally estimated useful life resulting in increased life and/or efficiency of an existing asset, is added to the cost of the related asset. In the carrying amount of an item of PPE, the cost of replacing the part of such an item is recognized when that cost is incurred if the recognition criteria are met. The carrying amount of those parts that are replaced is derecognized in accordance with the derecognition principles.

After initial recognition, PPE is carried at cost less accumulated depreciation/amortization and accumulated impairment losses, if any.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognized.

#### d. Capital Work in Progress

Expenditure incurred on assets under construction is carried at cost under Capital Work in Progress. Such costs comprises purchase price of asset including import duties and non-refundable taxes after deducting trade discounts and rebates and costs that are directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Cost directly attributable to projects under construction includes cost of employee benefits, expenditure in relation to survey and investigation activities of the projects, cost of site preparation, initial delivery and handling charges, installation and assembly costs, professional fees, expenditure on maintenance and up-gradation etc. of common public facilities, depreciation on assets used in construction of project, interest during construction and other costs, if attributable to construction of projects. Such costs are accumulated under "Capital works in progress" and subsequently allocated on systematic basis over major assets, other than land and infrastructure facilities, on commissioning of projects.

#### e. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. After initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

An item of Intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

#### f. Depreciation and Amortization

Depreciation on property, plant and equipment is provided on Straight Line Method based on estimated useful life of the assets which is same as envisaged in schedule II of the Companies Act, 2013. However, assets costing Rs 5,000 or less are fully depreciated in the year of purchase.

## Notes to Financial Statement for the year ended 31 March 2023

The residual values, useful lives and method of depreciation of property, plant and equipment is reviewed at each financial year end and adjusted prospectively, if appropriate.

Freehold and Leasehold land is not depreciated.

Amortization of Intangible Assets is provided on SLM basis considering estimated useful life of 5 Years.

#### g. Revenue Recognition

##### Sale of goods: -

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer which generally coincides with the dispatch/delivery of goods to customers and where there is a reasonable certainty of acceptance of goods by the customer.

Goods & Service Tax are not received by the company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

##### Interest Income:

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

##### Dividend Income:

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

#### h. Inventories:

Inventories are valued at lower of cost and net realizable value, after providing for obsolesces, if any.

Cost of stores & consumables are computed on FIFO basis and cost of raw materials and finished goods are computed on Weighted average basis.

Cost of Work in Progress and Finished Goods includes direct materials, labour, conversion and proportion of manufacturing overheads incurred in bringing the inventories to their present location and condition.

The by-products are valued at net realizable value.

#### i. Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that the company incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### j. Income Tax

Tax expenses comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authority in accordance with the Income tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdiction where company operate.

Deferred tax on timing differences between taxable income and accounting income is accounted for, using the tax rates and the tax laws enacted or substantially enacted as on the balance sheet date. Deferred tax assets recognized only when there is a reasonable certainty of their realization.

#### k. Impairment

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

#### l. Cash Flow Statement

Cash Flow Statement is prepared in accordance with the Indirect Method prescribed in the relevant Accounting Standard. For the purpose of presentation in the cash flow statement, cash and cash equivalents includes cash on hand and other highly liquid investments with maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant

## Notes to Financial Statement for the year ended 31 March 2023

risk of changes in value.

### m. Foreign exchange transactions

The functional currency of the Company is Indian Rupee.

The transactions in foreign currencies are stated at the rate of exchange prevailing on the date of transactions.

The difference on account of fluctuation in the rate of exchange prevailing on the date of transaction and the date of realization is charged to the Statement of Profit and Loss.

Differences on translations of Current Assets and Current Liabilities remaining unsettled at the year-end are recognized in the Statement of Profit and Loss.

In respect of transactions covered by Forward Foreign Exchange Contracts, the difference between the forward rate and exchange rate at the inception of contract is recognized as income or expenses over the life of the contract.

### n. Derivative financial instruments and Hedge Accounting

The Company uses derivative financial instruments such as interest rate swaps and forward contracts to mitigate the risk of changes in interest rates and exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss.

### o. Employee Benefits

#### Short Term Employee Benefits

The short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

#### Post-Employment Benefits Defined Contribution Plans

The company has no policy of encashment and accumulation of leave. Therefore, no provision of leave Encashment is being provided. Company's contribution to Provident Fund and other Funds for the year is accounted on accrual basis and charged to the Statement of Profit & Loss for the year.

#### Defined Benefits Plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The company has recognized the gratuity payable to the employees as defined benefit plans. The liability in respect of these benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

### p. Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss.

### q. Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution in value is recognized when there is an 'other than temporary' decline in the value of the investments.

### r. Investment properties

An investment in land, which is not intended to be occupied substantially for use by, or in the operations of, the company, is classified as investment property. Investment properties are stated at cost, net of accumulated impairment losses, if any.

The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the investment property to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

## Notes to Financial Statement for the year ended 31 March 2023

### s. Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Such provisions are determined based on management estimate of the amount required to settle the obligation at the balance sheet date.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within control of the Company. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

Contingent assets are not recognized or disclosed in the financial statements.

### t. Earnings per share

Basis of earning per share are calculated by dividing the net profit or loss for the period attributable to equity shareholder by the weighted average number of equity share outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholder and the weighted average number of shares outstanding during the



**Notes to Financial Statement for the year ended 31 March 2023**

Note-3 Share Capital	" As at 31 March 2023 " Rs	" As at 31 March 2022 " Rs
Authorized Capital		
250,00,000 (80,00,000) equity shares of Rs 10 each	2,500.00	800.00
	2,500.00	800.00
Issued , Subscribed & Paid Up Capital		
2,41,34,764 (78,94,562) Equity Shares of Rs 10 each, fully paid up	2,413.48	789.46
	<b>2,413.48</b>	<b>789.46</b>

**a. Reconciliation of the Equity shares outstanding at the beginning and at the end of the reporting period.**

	In Value		In Numbers	
	" As at 31 March 2023 " Rs	" As at 31 March 2022 " Rs	" As at 31 March 2023 " Rs	" As at 31 March 2022 " Rs
At the beginning of the reporting period	789.46	789.46	78,94,562	78,94,562
Bonus Issued during the period	986.82	-	98,68,202	-
Issued during the period	637.20	-	63,72,000	-
At the end of the reporting period.	<b>2,413.48</b>	<b>789.46</b>	<b>2,41,34,764</b>	<b>78,94,562</b>

**b. Terms & Right attached to equity shares**

The company has only one class of equity shares having a face value of Rs 10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation, shareholder will be entitled to receive remaining assets of the company after distribution of all preferential amount. The distribution will be in proportion to the member of equity share held by the shareholders.

**c. Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:**

Bonus shares are issued during the period in ratio of 5:4. The total number of shares has been increased due to issuance of bonus shares in August 2022.

Particulars	31.03.2023
Number of bonus shares issued	98,68,202
Total	98,68,202

**d. Details of shares held by holding company including shares held by subsidiaries of holding company**

Out of equity shares issued by the company, shares held by holding company including by subsidiary of holding company are as below:

Equity shares of Rs 10/- each fully paid		
10298808 nos. of shares held by G.R. Sponge and Power Limited	10,29,88,080.00	-
3451684 nos. of shares held by N.R. Sponge Private Limited	3,45,16,840.00	-
<b>Total</b>	<b>13,75,04,920.00</b>	<b>-</b>

**e. Details of shareholders holding more than 5% shares in the Company**

	As at 31 March 2023		As at 31 March 2022	
	Number	% of holding	Number	% of holding
Aryabhatt Sales Private Limited	34,20,396	14.17%	15,20,175	19.26%
G.R. Minerals and Industries Private Limited*	-	0.00%	15,26,885	19.34%
G.R. Ecotech Private Limited*	-	0.00%	15,19,070	19.24%
G.R. Sponge and Power Limited	1,02,98,808	42.67%	15,31,290	19.40%
N.R. Sponge Private Limited	34,51,684	14.30%	15,34,082	19.43%
	1,71,70,888	71.15%	76,31,502	96.67%

\* amalgamated with G.R. Sponge and Power Limited during the year.

**Notes to Financial Statement for the year ended 31 March 2023**

**f. Shares held by promoters at 31 March 2023**

Promoter Name	No. of Shares	% of total shares	% Change during the year
Aryabhatt Sales Private Limited	34,20,396	14.17%	-5.08%
G.R. Minerals and Industries Private Limited*	-	0.00%	-19.34%
G.R. Ecotech Private Limited*	-	0.00%	-19.24%
G.R. Sponge and Power Limited	1,02,98,808	42.67%	23.28%
N.R. Sponge Private Limited	34,51,684	14.30%	-5.13%
Mr. Ramesh Kumar Agrawal	1,47,969	0.61%	-0.22%
Mr. Keshav Kumar Agrawal	1,47,969	0.61%	-0.22%
Mr. Chetan Kumar Agrawal	1,47,969	0.61%	-0.22%
Smt. Amita Agrawal	1,47,969	0.61%	-0.22%

\*amalgamated with G.R. Sponge and Power Limited during the year.

Note-4 Reserves & Surplus	" As at 31 March 2023 " Rs	" As at 31 March 2022 " Rs
<b>Security Premium</b>		
Balance as per last financial statements	4,114.74	4,114.74
Less: Utilized for bonus share issue	986.82	-
Less: Expense related to bonus share issue	16.15	-
Less: Expense related to issue of equity share	235.90	-
Add-Addition on issue of fresh equity	1,784.16	-
	4,660.04	4,114.74
<b>Balance in Statement of Profit &amp; Loss</b>		
Balance as at the beginning of the year	-1,096.26	-1,915.21
Add- Net Profit/(loss) for the year	1,709.63	818.96
Net surplus/(deficit) in the statement of profit and loss	613.38	-1,096.26
<b>Total</b>	<b>5,273.41</b>	<b>3,018.49</b>

Note-5 Long Term Borrowings	Non-current portion		Current maturities	
	" As at 31 March 2023 " Rs	" As at 31 March 2022 " Rs	" As at 31 March 2023 " Rs	" As at 31 March 2022 " Rs
Term loans				
from bank (secured)	-	52.78	-	33.33
Others	-	-	-	-
from bank (secured)	11.06	74.61	63.56	59.01
Loan from related parties (unsecured)	1,726.18	1,348.30	-	-
	1,737.24	1,475.69	63.56	92.35
The above amount includes				
Secured borrowings	11.06	127.39	63.56	92.35
Unsecured borrowings	1,726.18	1,348.30	-	-
Amount disclosed under the head "Short Term Borrowings" (note 8)	-	-	(63.56)	(92.35)
<b>Total</b>	<b>1,737.24</b>	<b>1,475.69</b>	<b>-</b>	<b>-</b>

**Notes to Financial Statement for the year ended 31 March 2023**

**Terms of security and repayment**

Secured term loan from bank aggregating Rs Nil (2022: Rs 86.11) (including current maturities of Rs Nil (2022: Rs 33.33 lacs) classified as Current maturities of long term debt in Note 8) is secured by Extension of Second ranking charge over existing primary and collateral securities including mortgage created in favour of the bank. The loan is repayable in 36 equal monthly instalments.

Other Loans from bank aggregating Rs 76.61 lacs (2022: Rs 133.63 lacs) (including current maturities of Rs 63.56 lacs (2022: Rs 59.01 lacs) classified as Current maturities of long term debt in Note 8) are secured by hypothecation of vehicles.

Loan from related party is obtained for a period of 3 years.

Note-6 Deferred tax (assets/ liabilities)	" As at 31 March 2023 "	" As at 31 March 2022 "
	Rs	Rs
Tax effect of items constituting deferred tax liabilities		
on account of timing difference in property, plant and equipment including intangible assets	394.57	396.44
Tax effect of items constituting deferred tax assets		
on account of employee benefits	(0.21)	(1.25)
on account of carry forward of losses	(52.97)	(66.36)

Note-7 Provisions	Long-term		Short-term	
	" As at 31 March 2023 "	" As at 31 March 2022 "	" As at 31 March 2023 "	" As at 31 March 2022 "
	Rs	Rs	Rs	Rs
Provision for employee benefits				
- Provision for Gratuity (refer note 30)	3.71	3.96	0.28	0.01
Provision for income tax (net)	-	-	185.88	-
<b>Total</b>	<b>3.71</b>	<b>3.96</b>	<b>186.16</b>	<b>0.01</b>

Note-8 Short Term Borrowings	" As at 31 March 2023 "	" As at 31 March 2022 "
	Rs	Rs
Working capital facilities from banks (secured)	357.79	947.77
Current maturities of long-term borrowings (note 5)	63.56	92.35
<b>Total</b>	<b>421.34</b>	<b>1,040.11</b>

**Notes to Financial Statement for the year ended 31 March 2023**

**Terms of borrowings:**

Working Capital facilities from banks are repayable on demand and are secured as follows:

1. Exclusive charge by way of hypothecation of entire current assets of the Company.
2. Exclusive charge by way of hypothecation of entire movable fixed assets of the Company.
3. Exclusive charge by way of equitable mortgage of leasehold land and building of the Company.
4. Exclusive charge by way of equitable mortgage of a residential house in the name of Mr. Ramesh Kumar Agrawal, Director
5. Personal guarantee of Mr. Ramesh Kumar Agrawal (Director), Mr. Keshav Kumar Agrawal (Jt. Managing Director & CFO) and Mr. Chetan Kumar Agrawal (Managing Director)

Note-9 Trade payables	" As at 31 March 2023 "	" As at 31 March 2022 "
	Rs	Rs
Total outstanding dues of micro enterprises and small enterprises	587.94	2.15
Total outstanding dues of creditors other than micro enterprises and small enterprises	495.19	495.38
<b>Total</b>	<b>1,083.13</b>	<b>497.54</b>

Particulars		
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year is as follows:		
- Principal	587.94	2.15
- Interest	-	-
The amount of interest paid by the Company along with the amount of the payment made to the supplier beyond the appointed day during the year.	-	-
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 MSMEDA.	0.10	0.03
The amount of interest accrued and remaining unpaid at end of the year	0.10	0.03
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	-	-

**Trade payables ageing schedule**

Particulars	Outstanding for Following periods from due date of Payment as on 31.03.2023				
	< 1 Years	1-2 Years	2-3 Years	> 3 Years	Total
(i) MSME	587.94	-	-	-	587.94
(ii) Others	489.82	5.36	-	-	495.19
(iii) Disputed Dues- MSME	-	-	-	-	-
(iv) Disputed Dues- Others	-	-	-	-	-
<b>Total</b>	<b>1,077.76</b>	<b>5.36</b>	<b>-</b>	<b>-</b>	<b>1,083.13</b>



**Notes to Financial Statement for the year ended 31 March 2023**

Particulars	Outstanding for Following periods from due date of Payment as on 31.03.2022				
	< 1 Years	1-2 Years	2-3 Years	> 3 Years	Total
(i) MSME	0.46	1.69	-	-	2.15
(ii) Others	494.60	-	0.78	-	495.38
(iii) Disputed Dues- MSME	-	-	-	-	-
(iv) Disputed Dues- Others	-	-	-	-	-
<b>Total</b>	<b>495.06</b>	<b>1.69</b>	<b>0.78</b>	<b>-</b>	<b>497.54</b>

Note-10 Other current liabilities	" As at 31 March 2023 "	" As at 31 March 2022 "
Interest accrued but not due		0.97
Statutory Liabilities		157.92
Advance from customers		4.28
Provision for expenses		61.33
	<b>188.86</b>	<b>224.49</b>

Note 11: Property, plant and equipment									
	Freehold Land Rs	Lease-hold land Rs	Factory shed and building Rs	Plant and Machinery Rs	Office equipment Rs	Furnitures and Fixtures Rs	Computers Rs	Vehicles Rs	Total Rs
<b>Gross Block</b>									
As on 1 April 2021	18.70	176.48	526.21	3,945.37	40.37	5.07	Rs 6.40	68.96	4,787.56
Addition	-	-	24.04	37.80	2.92	9.63	1.34	177.67	253.41
Deletions	-	-	-	-	-	-	-	-	-
<b>As an 31 March 2022</b>	<b>18.70</b>	<b>176.48</b>	<b>550.26</b>	<b>3,983.17</b>	<b>43.29</b>	<b>14.71</b>	<b>7.74</b>	<b>246.64</b>	<b>5,040.97</b>
Addition	-	-	36.58	113.58	1.04	0.73	0.78	72.01	224.71
Deletions	-	-	-	-	-	-	-	13.28	13.28
<b>As an 31 March 2023</b>	<b>18.70</b>	<b>176.48</b>	<b>586.83</b>	<b>4,096.75</b>	<b>44.33</b>	<b>15.43</b>	<b>8.52</b>	<b>305.37</b>	<b>5,252.41</b>
<b>Accumulated depreciation</b>									
As on 1 April 2021	-	-	195.12	1,944.14	16.15	5.01	4.76	52.02	2,217.20
For the year	-	-	16.60	132.67	2.90	0.30	0.78	17.99	171.25
Deletions	-	-	-	-	-	-	-	-	-
<b>As an 31 March 2022</b>	<b>-</b>	<b>-</b>	<b>211.72</b>	<b>2,076.81</b>	<b>19.06</b>	<b>5.32</b>	<b>5.54</b>	<b>70.01</b>	<b>2,388.45</b>
For the year	-	-	17.84	131.54	3.22	0.98	1.02	26.95	181.55
Deletions	-	-	-	-	-	-	-	7.32	7.32
<b>As an 31 March 2023</b>	<b>-</b>	<b>-</b>	<b>229.56</b>	<b>2,208.35</b>	<b>22.28</b>	<b>6.30</b>	<b>6.55</b>	<b>89.64</b>	<b>2,562.68</b>
<b>Net block</b>									
<b>As an 31 March 2022</b>	<b>18.70</b>	<b>176.48</b>	<b>338.53</b>	<b>1,906.36</b>	<b>24.24</b>	<b>9.39</b>	<b>2.20</b>	<b>176.62</b>	<b>2,652.52</b>
<b>As an 31 March 2023</b>	<b>18.70</b>	<b>176.48</b>	<b>357.27</b>	<b>1,888.40</b>	<b>22.05</b>	<b>9.14</b>	<b>1.97</b>	<b>215.73</b>	<b>2,689.73</b>

**Notes to Financial Statement for the year ended 31 March 2023**

**Note:**

The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the company itself. Further, the company has not carried out revaluation of items of Property, Plant & Equipment during the year and accordingly the disclosure as to whether the revaluation is based on the valuation by a registered valuer is not applicable.

Note 12: Intangible Assets	Softwares Rs	Total Rs
<b>Gross Block</b>		
As on 1 April 2021	2.88	2.88
Addition	-	-
Deletions	-	-
<b>As an 31 March 2022</b>	<b>2.88</b>	<b>2.88</b>
Addition	-	-
Deletions	-	-
<b>As an 31 March 2023</b>	<b>2.88</b>	<b>2.88</b>
<b>Accumulated amortization</b>		
As on 1 April 2021	1.11	1.11
For the year	0.39	0.39
Deletions	-	-
<b>As an 31 March 2022</b>	<b>1.50</b>	<b>1.50</b>
For the year	0.39	0.39
Deletions	-	-
<b>As an 31 March 2023</b>	<b>1.89</b>	<b>1.89</b>
<b>Net block</b>		
<b>As an 31 March 2022</b>	<b>1.38</b>	<b>1.38</b>
<b>As an 31 March 2023</b>	<b>0.99</b>	<b>0.99</b>

Note: The title deeds of all the intangible assets are held in the name of the company itself

**Note 13 : Capital Work in progress (CWIP)**

	At 1 April 2021	Addition	Deduction	At 31 March, 2022	Addition	Deduction	At 31 March, 2023
Capital Work in progress	221.54	2.00	0.00	223.54	360.80	131.25	453.09
	<b>221.54</b>	<b>2.00</b>	<b>0.00</b>	<b>223.54</b>	<b>360.80</b>	<b>131.25</b>	<b>453.09</b>

Details of CWIP

Project in progress Project Temporarily Suspended	Amount in CWIP for a period of 31.03.2023				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
	358.80	2.00	-	92.28	453.09
	-	-	-	-	-
	-	-	-	92.28	453.09

Details of CWIP

Project in progress Project Temporarily Suspended	Amount in CWIP for a period of 31.03.2022				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
	2.00	-	-	-	2.00
	-	-	-	221.54	221.54
	-	-	-	221.54	223.54

Note: There is no completion of CWIP is overdue or has exceeded its cost compared to its original plan.

**Notes to Financial Statement for the year ended 31 March 2023**

Note 14 Non-current investment (Valued at cost)	" As at 31 March 2023 " ₹ Rs	" As at 31 March 2022 " Rs
<b>Investment property</b>		
Freehold land	228.47	-
Investment in equity instruments		
Unquoted (Fully paid-up):		
200 (200) equity shares of Vimla Infrastructures India Private Limited of Rs 250 each	0.50	0.50
Quoted (Fully paid-up) :		
0 (107) equity shares Abb India Limited of Rs 2/- each	-	2.50
0 (128) equity shares Adani Ports and Special Economic Zone Limited of Rs 2/- each	-	0.99
0 (340) equity shares Aditya Birla Fashion and Retail Limited of Rs 10/- each	-	1.00
0 (106) equity shares Angel One Limited of Rs 10/- each	-	1.50
0 (312) equity shares APL Apollo Tubes Limited of Rs 2/- each	-	3.01
0 (250) equity shares Axis Bank Limited of Rs 2/- each	-	2.02
0 (7) equity shares Bajaj Finance Limited of Rs 2/- each	-	0.51
0 (195) equity shares Balrampur Chini Mills Limited of Rs 1/- each	-	0.99
0 (225) equity shares Can Fin Homes Limited of Rs 2/- each	-	1.50
0 (125) equity shares Central Depository Services (India) Limited of Rs 10/- each	-	2.93
0 (145) equity shares Cholamandalam Investment and Finance Company Limited of Rs 2/- each	-	0.99
0 (57) equity shares Dr. Reddy's Laboratories Limited of Rs 5/- each	-	2.68
0 (213) equity shares Greenpanel Industries Ltd of Rs 1/- each	-	1.12
0 (59) equity shares Hitachi Energy India Limited of Rs 2/- each	-	1.75
0 (5) equity shares Honeywell Automation India Limited of Rs 10/- each	-	2.27
0 (1000) equity shares ICICI Bank Limited of Rs 2/- each	-	8.06
"0 (15) equity shares Indian Energy Exchange Limited of Rs 1/- each"	-	0.04
0 (461) equity shares Infosys Limited of Rs 5/- each	-	8.66
0 (430) equity shares KPIT Technologies Limited of Rs 10/- each	-	3.00
0 (180) equity shares K.P.R. Mill Limited of Rs 1/- each	-	3.30
0 (16) equity shares Larsen & Toubro Infotech Limited of Rs 1/- each	-	0.99
0 (58) equity shares L&T Technology Services Limited of Rs 2/- each	-	2.98
0 (156) equity shares Larsen & Toubro Limited of Rs 2/- each	-	3.01
0 (39) equity shares Maruti Suzuki India Limited of Rs 5/- each	-	3.11
0 (22) equity shares MindTree Limited of Rs 10/- each	-	0.94
0 (30) equity shares Mphasis Limited of Rs 10/- each	-	1.00
0 (50) equity shares Navin Fluorine International Limited of Rs 2/- each	-	2.02
0 (105) equity shares Oberoi Realty Limited of Rs 10/- each	-	1.00
0 (35) equity shares Persistent Systems Limited of Rs 10/- each	-	1.49
0 (38) equity shares PI Industries Limited of Rs 1/- each	-	1.02
0 (113) equity shares Polycab India Limited of Rs 10/- each	-	3.00
0 (475) equity shares Praj Industries Limited of Rs 2/- each	-	2.01
0 (113) equity shares Privi Speciality Chemicals Limited of Rs 10/- each	-	2.51
0 (45) equity shares Reliance Industries Limited of Rs 10/- each	-	1.11
0 (43) equity shares Siemens Limited of Rs 2/- each	-	1.03

**Notes to Financial Statement for the year ended 31 March 2023**

0 (60) equity shares SRF Limited of Rs 10/- each	-	1.49
0 (988) equity shares State Bank of India of Rs 1/- each	-	5.01
0 (105) equity shares Tata Chemicals Limited of Rs 10/- each	-	1.00
0 (418) equity shares TATA CONSUMER PRODUCTS LIMITED of Rs 1/- each	-	3.01
0 (5) equity shares Tata Elxsi Limited of Rs 10/- each	-	2.83
0 (395) equity shares Tata Power Company Limited of Rs 1/- each	-	1.00
0 (109) equity shares TATA Steel Limited of Rs 10/- each	-	1.32
Investments in government securities		
National Savings Certificate	1.60	1.60
Investment in mutual funds		
Nippon India ETF Gold Bees	-	5.01
Nippon India ETF PSU Bank Bees	-	1.14
	<b>230.57</b>	<b>99.97</b>
Agreegate Market value of quoted investments	-	95.40
Agreegate Book Value of quoted investments	1.60	99.47
Agreegate Book Value of Unquoted Investments	0.50	0.50
Value of investment property	228.47	-

Note 15 Loans and Advances	Long-term		Short-term	
	" As at 31 March 2023 " Rs	" As at 31 March 2022 " Rs	" As at 31 March 2023 " Rs	" As at 31 March 2022 " Rs
(Unsecured, considered good)				
Advance for Capital Goods	991.00	400.00	-	-
Loans and advances to related parties (refer note-29)	-	-	1,412.07	155.80
Advance to suppliers	-	-	342.99	290.88
Staff advances	-	-	7.14	3.81
Advance tax, net of provisions	-	-	-	95.87
Balance with statutory/govt. authorities	-	-	113.05	64.95
Prepaid Expenses	119.15	9.09	11.21	7.89
<b>Total</b>	<b>1,110.15</b>	<b>409.09</b>	<b>1,886.47</b>	<b>619.19</b>

**Additional disclosures for loans and advances in the nature of loan granted to related parties:**

Loan repayable on demand	As at 31 March 2023		As at 31 March 2022	
	Amount of loan or advance in the nature of loan outstanding	% age of the total loans and advances in the nature of loan	Amount of loan or advance in the nature of loan outstanding	% age of the total loans and advances in the nature of loan
Related Parties	1,412.07	100.00%	155.80	100.00%



**Notes to Financial Statement for the year ended 31 March 2023**

Note-16 Other assets	Non-current		Current	
	" As at 31 March 2023 "	" As at 31 March 2022 "	" As at 31 March 2023 "	" As at 31 March 2022 "
		Rs	Rs	Rs
<b>(unsecured, considered good)</b>				
Balance with banks in deposit accounts (maturity more than 12 months) (refer note 19)	60.85	249.31	-	-
Security Deposits with govt. & others	90.41	39.31	94.00	20.00
Interest accrued on investments	0.54	0.54	-	-
Interest accrued on security deposit	-	-	4.10	5.35
Interest accrued on fixed deposits	-	-	24.53	6.10
<b>Total</b>	<b>151.80</b>	<b>289.16</b>	<b>122.63</b>	<b>31.45</b>

Note-17 Inventories	" As at 31 March 2023 "	" As at 31 March 2022 "
	Rs	Rs
<b>(valued at lower of cost or net realisable value)</b>		
Raw Materials	1,063.57	1,551.00
Finished goods	198.26	85.51
By product	80.15	68.81
Stores and consumables	182.03	123.23
Goods in transit	-	4.05
<b>Total</b>	<b>1,524.00</b>	<b>1,832.61</b>

Note-18 Trade Receivables	" As at 31 March 2023 "	" As at 31 March 2022 "
	Rs	Rs
<b>(Unsecured, considered good)</b>		
Outstanding for a period exceeding six months from the date they are due for payment	668.33	2.56
Others	387.38	1,191.76
<b>Total</b>	<b>1,055.70</b>	<b>1,194.31</b>

**Trade receivables ageing schedule for the year ended as on March 31, 2023 and March 31, 2022:**

Particulars	Outstanding for the following from Due Date Payment as on 31.03.2023					Total
	< 6 Months	6 Months-1 Years	1-2 Years	2-3 Years	> 3 Years	
i. Undisputed trade Receivalbes- Considered goods	387.38	668.33	-	-	-	1,055.70
ii. Undisputed trade Receivalbes- Which have significant increase in Credit Risk	-	-	-	-	-	-
iii. Undisputed trade Receivalbes- Credit Impaired	-	-	-	-	-	-
iv. disputed trade Receivalbes- considered goods	-	-	-	-	-	-
v. disputed trade Receivalbes- Which have significant increase in Credit Risk	-	-	-	-	-	-
vi. disputed trade Receivalbes- Credit Impaired	-	-	-	-	-	-
<b>Total</b>	<b>387.38</b>	<b>668.33</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,055.70</b>

**Notes to Financial Statement for the year ended 31 March 2023**

Particulars	< 6 Months	6 Months-1 Years	1-2 Years	2-3 Years	> 3 Years	Total
(i) Undisputed trade Receivalbes- Considered goods	1,191.76	0.15	2.40	-	-	1,194.31
(ii) Undisputed trade Receivalbes- Which have significant increase in Credit Risk	-	-	-	-	-	-
Undisputed trade Receivalbes- Credit Impaired	-	-	-	-	-	-
disputed trade Receivalbes- considered goods	-	-	-	-	-	-
disputed trade Receivalbes- Which have significant increase in Credit Risk	-	-	-	-	-	-
disputed trade Receivalbes- Credit Impaired	-	-	-	-	-	-
<b>Total</b>	<b>1,191.76</b>	<b>0.15</b>	<b>2.40</b>	<b>-</b>	<b>-</b>	<b>1,194.31</b>

Note-19 Cash and bank balances	" As at 31 March 2023 "	" As at 31 March 2022 "
	Rs	Rs
Cash and cash equivalents		
Cash In hand	5.10	5.61
Balance with Banks		
- in current accounts	14.75	19.75
- in deposit accounts (maturity less than 3 months)	2,200.00	-
	2,219.86	25.36
Other bank balances		
Balance with Banks		
- in deposit accounts (maturity between 3 to 12 months)	203.74	-
- in deposit accounts (maturity more than 12 months)	60.85	249.31
	264.59	249.31
	2,484.44	274.67
Less: Balance with bank in deposit accounts (maturity more than 12 months) (refer note 16)	60.85	249.31
<b>Total</b>	<b>2,423.59</b>	<b>25.36</b>

Fixed deposits aggregating to Rs 264.59 lacs (2022: Rs 249.31 lacs) has been pledged against Company's bank guarantees issued by the banks on behalf of the Company and margin money against cash credit limit obtained from a bank.

Note - 20 Revenue from operations	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
	Rs	Rs
Sale of Finished products	22,311.19	18,106.59
Sale of by-products	449.06	378.54
	22,760.25	18,485.13
Other operating revenues		
Sale of scrap	1.61	1.66
	1.61	1.66
<b>Total</b>	<b>22,761.86</b>	<b>18,486.79</b>

Notes to Financial Statement for the year ended 31 March 2023

Details of finished goods and by products sold		
Sponge iron	22,311.19	18,106.59
Iron Ore Fines	226.98	175.97
Dolochar	218.32	183.73
Dust	3.76	18.83
<b>Total</b>	<b>22,760.25</b>	<b>18,485.13</b>

Note-21 Other Income	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
	Rs	Rs
Interest Income on fixed deposits	31.57	17.82
Interest Income on loan & others	43.00	6.59
Profit on sale of property, plant and equipment	1.48	-
Profit on sale of Investment	8.93	-
Hiring Charges received	44.00	33.00
Interest on Income tax refund	5.24	-
Dividend received	1.59	0.04
Others (net of expenses directly attributable to such income)	0.00	2.07
<b>Total</b>	<b>135.82</b>	<b>59.53</b>

Note-22 Cost of Materials Consumed	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
	Rs	Rs
<b>Iron ore/pellet</b>		
Opening Stock	554.39	296.04
Add:- Purchases	8,325.64	10,185.57
Less- Closing Stock	252.46	554.39
	<b>8,627.56</b>	<b>9,927.22</b>

<b>Coal</b>		
Opening Stock	994.54	1,001.27
Add:- Purchases	9,039.95	5,271.40
Less- Disposal of Raw Material	236.15	81.23
Less- Closing Stock	806.48	994.54
<b>Total</b>	<b>8,991.87</b>	<b>5,196.90</b>

<b>Dolomite</b>		
Opening Stock	2.08	1.96
Add:- Purchases	108.98	84.41
Less- Closing Stock	4.63	2.08
	<b>106.43</b>	<b>84.29</b>
<b>Total</b>	<b>17,725.86</b>	<b>15,208.41</b>

Notes to Financial Statement for the year ended 31 March 2023

Note-23 Changes in inventories of finished goods, by-product and stock-in-trade	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
	Rs	Rs
Opening Stock		
Finished Goods	85.51	62.22
By Product	68.81	261.60
	154.33	323.82
Closing Stock		
Finished Goods	198.26	85.51
By Product	80.15	68.81
	278.41	154.33
	-124.08	169.50

Details of finished goods & by products		
Sponge iron	198.26	85.51
Iron ore fines	54.35	7.20
Dolochar	25.80	61.62
<b>Total</b>	<b>278.41</b>	<b>154.33</b>

Note-24 Employees Benefits	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
	Rs	Rs
Salary, wages and other benefits	336.94	127.33
Contribution to provident and other funds	17.20	4.39
Gratuity expense (refer note 30)	6.63	2.28
Staff welfare	0.75	1.36
<b>Total</b>	<b>361.52</b>	<b>135.35</b>

Note-25 Finance Cost	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
	Rs	Rs
Interest expenses		
- Term Loan	4.88	17.82
- on working capital facilities	94.50	75.90
- on others	87.44	88.90
Other borrowing costs	35.76	6.84
<b>Total</b>	<b>222.58</b>	<b>189.46</b>

Note-26 Depreciation and amortisation	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
	Rs	Rs
Depreciation expense	181.55	171.25
Amortisation expense	0.39	0.39
<b>Total</b>	<b>181.93</b>	<b>171.64</b>

Notes to Financial Statement for the year ended 31 March 2023

Note-27 Other expenses	" Year ended 31 March 2023 " Rs	" Year ended 31 March 2022 " Rs
Consumption of stores and spares	343.53	283.60
Power charges	399.95	334.87
Manufacturing process charges	326.20	273.76
Insurance Expenses	18.26	7.77
Rates & Taxes	24.13	0.18
Repairs and maintenance	-	-
-Buildings	17.23	1.83
-Plant and machinery	33.95	32.70
-Others	2.16	1.87
Security charges	38.57	45.76
Travelling Expenses	12.62	13.08
Communication expenses	2.53	3.10
Printing and stationery	0.12	0.04
Legal and professional	42.71	17.32
Commission and brokerage	60.88	34.55
Freight outwards and agency charges	584.03	335.41
Corporate Social Responsibility	11.82	3.47
Loss on sale of Share & Mutual Fund	-	0.12
Capital WIP written off	131.25	-
Sundry balance written off	91.66	-
Auditor Remuneration (refer below)	6.00	2.50
Loss on speculation transaction	8.79	0.39
Director Sitting Fees	2.10	0.60
Miscellaneous Expenses	28.69	55.74
	<b>2,187.19</b>	<b>1,448.65</b>
Payment to Auditors:-		
For audit	5.00	2.00
For tax audit	1.00	0.50
	6.00	2.50

Note 28 Earnings per share	" Year ended 31 March 2023 " Rs	" Year ended 31 March 2022 " Rs
Profit / (Loss) after tax	1709.63	818.96
Weighted average number of equity shares used for calculating basic earnings per share	191.42	177.63
Face value of Equity Shares (Rs)	10	10
Earnings per share- Basic & Diluted (Rs)	8.93	4.61

Notes to Financial Statement for the year ended 31 March 2023

Note-29 Related Party Disclosure	
Related Parties	Nature of relationship
<b>(a) Holding Company</b>	
G.R.Sponge and Power Limited	Holding Company (Pursuant to amalgamation of erstwhile G.R. Minerals & Industries Private Limited, GR Ecotech Private Limited and G.R. Mines and Minerals Private Limited during the year)
<b>(b) Other related parties</b>	
Ramesh Steel Industries	A firm in which Director and their relatives are partners
Maa Danteshwari Pellet and Steel Private Limited	A private company in which a director or manager or his relative is a member or director
Aryabhatt Sales Pvt Ltd	A private company in which a director or manager or his relative is a member or director
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited)	A private company in which a director or manager or his relative is a member or director
G.R.Sponge and Power Limited	A public company in which a director or manager and holds is a director or holds along with his relatives, more than two percent of its paid-up share capital
N.R.Sponge Private Limited	Any person or entity forming a part of the promoter or promoter group of the listed entity
Vidarbha Minerals and Energy Private Limited	A private company in which a director or manager or his relative is a member or director
Hargovindrai Ganpatrai Charitable Trust	A trust in which a director or manager or his relative is a member or director
<b>(c) Key Managerial personnel</b>	
Chetan Kumar Agrawal	Managing Director
Keshav Kumar Agrawal	Joint Managing Director and Chief Financial Officer
Rahul Relwani	Company Secretary w.e.f. 07.06.2022
Ramesh Kumar Agrawal	Director

Name of Party	Nature of Transaction	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
G.R. Sponge and Power Limited	Loan received	-	120.00
G.R. Sponge and Power Limited	Interest on loan	11.12	5.08
G.R. Sponge and Power Limited	Sale of finished goods	230.49	737.24
G.R. Sponge and Power Limited	Sale of other goods	6.10	0.05
G.R. Sponge and Power Limited	Loan Repaid	133.50	-
G.R. Sponge and Power Limited	Purchase of consumables	6.59	4.33
G.R. Sponge and Power Limited	Purchase of raw material	6.69	-
N.R. Sponge Private Limited	Purchase of raw material	92.28	184.36
N.R. Sponge Private Limited	Purchase of consumables	7.97	1.41
N.R. Sponge Private Limited	Loan Repaid	500.00	-
N.R. Sponge Private Limited	Loan Taken	1,802.00	-
N.R. Sponge Private Limited	Interest on loan	23.03	-
Aryabhatt Sales Pvt. Ltd.	Interest on loan	-	2.07
Aryabhatt Sales Pvt. Ltd.	Loan repaid	-	34.00
G.R.Sponge and Power Limited (erstwhile G.R. Minerals and Industries Private Limited)	Loan received	-	808.37



**Notes to Financial Statement for the year ended 31 March 2023**

G.R.Sponge and Power Limited (erstwhile G.R. Minerals and Industries Private Limited)	Loan repaid	869.17	100.00
G.R.Sponge and Power Limited (erstwhile G.R. Minerals and Industries Private Limited)	Interest on loan	19.68	47.88
G.R.Sponge and Power Limited (erstwhile G.R. Minerals and Industries Private Limited)	Purchase of raw material	-	21.96
G.R.Sponge and Power Limited (erstwhile G.R. Minerals and Industries Private Limited)	Sale of Consumables & Other Goods	0.63	-
G.R.Sponge and Power Limited (erstwhile GR Eco-tech Private Limited)	Loan received	-	28.00
G.R.Sponge and Power Limited (erstwhile GR Eco-tech Private Limited)	Loan Repaid	-	27.52
G.R.Sponge and Power Limited (erstwhile GR Eco-tech Private Limited)	Interest on loan	33.46	33.63
Maa Danteshwari Pellet and Steel Private Ltd	Loan given	-	15.00
Maa Danteshwari Pellet and Steel Private Ltd	Interest received	0.90	0.60
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited)	Sale of Raw Material, Consumables & Other Goods	236.66	239.16
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited)	Hiring charges received	44.00	33.00
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited)	Loan given	720.00	135.00
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited)	Interest received	38.71	5.84
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited)	Loan recovered	110.00	-
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited)	Purchase of raw material	240.29	-
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited)	Sale of finished goods	218.32	-
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited)	Purchase of consumables	2.56	4.34
Ramesh Steel Industries	Purchase of consumables	25.93	9.57
Vidarbha Minerals and Energy Private Limited	Loan Given	607.65	-
Vidarbha Minerals and Energy Private Limited	Interest on Loan	2.85	-
Hargovindrai Ganpatrai Charitable Trust	CSR Expense Contribution	4.00	-
Keshav Kumar Agrawal	Sales Commission	-	15.66
Keshav Kumar Agrawal	Rent	2.88	1.62
Chetan Kumar Agrawal	Salary	92.50	6.00
Ramesh Kumar Agrawal	Salary	4.50	6.00
Keshav Kumar Agrawal	Salary	92.50	6.00
Rahul Relwani	Salary	4.10	-
<b>Balance (payable to)/receivable from related parties</b>			
Name of Party		" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
		Rs	Rs
G.R.Sponge and Power Limited (erstwhile G.R. Minerals and Industries Private Limited) (long-term borrowings)		-	(851.46)
N.R. Sponge Private Limited (long-term borrowings)		(1,322.73)	-
N.R. Sponge Private Limited (Creditors)		-	(18.15)

**Notes to Financial Statement for the year ended 31 March 2023**

G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited) (trade receivable)	790.30	245.31
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited) (Loan & Advance)	785.10	140.26
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Private Limited) (Creditors)	(227.15)	-
G.R. Sponge and Power Limited (trade receivable)	-	565.38
G.R. Sponge and Power Limited (long-term borrowings)	(403.45)	(124.57)
Maa Danteshwari Pellet and Steel Private Ltd (Loan & Advance)	16.76	15.54
Vidarbha Minerals and Energy Private Limited (Loans and Advance)	610.21	-
G.R.Sponge and Power Limited (erstwhile GR Eco-tech Private Limited) (long-term borrowings)	-	(372.26)
Keshav Kumar Agrawal (provision for expenses)	-	(0.45)
Chetan Agrawal (provision for expenses)	-	(0.45)
Rahul Relwani (provision for expenses)	(0.42)	-

Notes to Financial Statement for the year ended 31 March 2023

Note-30 Employee benefits :

Defined Contribution Plan:

The Company has certain defined contribution plans viz. provident fund . Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

An amount of Rs 15.82 lacs (P.Y. Rs 3.44 lacs) is recognised as an expenses and included in employee benefit expense as under the following defined contribution plans.

Defined benefit plan:

The Gratuity scheme is a final salary defined benefit plan that provides for a lump sum payment made on exit either by way of retirement, death, disability or voluntary withdrawal. The benefits are defined on the basis of final salary and the period of service and paid as lump sum at exit. Benefits provided under this plan is as per the requirement of the Payment of Gratuity Act, 1972. The scheme has been funded with

Profit and Loss account

Particulars	Gratuity		Rs in lacs
	2022-23	2021-22	
	(Funded)	(Non Funded)	
Current Service Cost	5.85	1.76	
Interest Cost on benefit obligation	0.28	0.13	
Expected return of plan assets	-	-	
Net actuarial loss/(gain) recognised in the year	0.50	0.39	
Past service cost	-	-	
<b>Total</b>	<b>6.63</b>	<b>2.28</b>	

Balance Sheet details of provision for Gratuity:

Particulars	Gratuity	
	2022-23	2021-22
	(Funded)	(Non Funded)
Defined benefit obligation	11.06	3.98
Fair value of plan assets	(7.07)	-
	3.99	3.98
Less : Unrecognised past service cost	-	-
Plan liability	3.99	3.98

Notes to Financial Statement for the year ended 31 March 2023

Changes in the present value of the defined benefit obligation are as follows :

Particulars	Gratuity	
	2022-23	2021-22
	(Funded)	(Non Funded)
Defined benefit obligation at the beginning of the year	3.98	1.86
Interest Cost on benefit obligation	0.28	0.13
Current service cost	5.85	1.76
Benefit paid/employer contribution	(6.62)	(0.16)
Net actuarial loss/(gain) on obligation	0.50	0.39
Defined benefit obligation at the end of the year	3.99	3.98

Changes in the present value of the assets are as follows :

Particulars	Gratuity	
	2022-23	2021-22
	(Funded)	(Non Funded)
Fair Value of the plan assets at the beginning of the year	-	-
Expected return on plan assets	-	-
Employers contributions	6.62	0.16
Employees contributions	-	-
Benefit paid	-	(0.16)
Actuarial gain/(loss) on plan assets	0.45	-
Fair Value of the plan assets at the end of the year	7.07	-
The Company's expected contribution to the plan assets in the next year	5.98	-

The following tables summarise the key assumptions used in the valuation:

Assumptions	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
Mortality	IALM(2012-014)Ult.	IALM(2012-014)Ult.
Discount Rate	7.30%	7.10%
Rate of increase in compensation	6.00%	6.00%
Rate of return (expected) on plan assets	7.30%	0.00%
Withdrawal rates	1 to 8%	1 to 8%
The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.		

"Note 31 Contingent liabilities and capital commitments:"	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
	Rs	Rs
(a) Contingent Liability:		
Outstanding demand under Income Tax Act, 1961	192.66	192.66
(b) Counter Guarantees given against the bank guarantees issued by the companies banker aggregating to Rs 52.00 lacs (2022: Rs 52.00 lacs).		
(c) Capital Commitments		
Estimated amount of contracts remaining to be executed on capital accounts Rs 7254.92 Lacs (2022: Rs Nil).		

Notes to Financial Statement for the year ended 31 March 2023

Note-32

During the year ended 31 March 2023, the company has raised Rs 2421.36 lacs through initial public offer (IPO), specifically to meet its general corporate purpose and working capital requirements. Given below are the details of utilization of proceeds raised through IPO.

	" Year ended 31 March 2023 "	" Year ended 31 March 2022 "
	Rs in lacs	Rs in lacs
Amount raised during the year	2,421.36	-
Less: Amount utilized during the year		
- Issue related expenses	194.00	-
- For general corporate purposes	577.36	-
Unutilized amount in Fixed Deposits with bank at the year end	1,650.00	-

Note-33

There are no transactions during the current and previous year for the disclosures required to be made with regard to earnings/expenditure in foreign currency and CIF value of imports.

Note-34

During the year the company has incurred Rs 11.82 lacs on account of Corporate Social Responsibility Activities. According to provisions of section 135 of the Companies Act,2013, the company is required to spend Rs 11.57 lacs based on the average net profits/loss of the previous three years. The break-up of amount spent during the year are as follows:

Particulars	In Cash	Yet to be paid in cash	Total
Constructions/acquisition of any assets	0.00	0.00	0.00
On purpose other than above	11.82	0.00	11.82

There was no short fall in the amount of CSR expenditure required to be spent either in current year or in earlier years. Further all the expenditure on CSR activities has been spent by the company either on its own account or by way of contribution to implementing agencies through Institutions being related parties Rs. 4 lacs, with established track record of not less than three years.

Note 35 : Financial Ratios

Particulars	Numerator	Denominator	As at 31.03.2022	As at 31.03.2022	% Variance	Reason for variance (for +/- 25%)
1. Current Ratio The current ratio indicates a company's overall liquidity position. It is widely used by banks in making decisions regarding the advancing of working capital credit to their clients.	Current Assets	Current Liabilities	3.73	2.10	77.55	Improved liquidity on account of improved profitability resulting in decrease in current liabilities and increase in current assets.
2. Debt-Equity Ratio Debt-to-equity ratio compares a Company's total debt to shareholders equity. Both of these numbers can be found in a Company's balance sheet.	Total Debt	Total Shareholders' Equity	0.28	0.66	-57.50	Due to change in equity during the year on account of IPO.
3. Debt Service Coverage Ratio Debt Service coverage ratio is used to analyse the firm's ability to pay-off current interest and instalments	Net Profit after taxes + depreciation and amortizations + Interest +loss/(profit) on sale of PPE, investments etc.	Interest + Principal Repayments	7.42	4.19	77.10	Due to improved operating profit on account of better sales realisation and margins.
4. Return on Equity Ratio It measures the profitability of equity funds invested in the Company. The ratio reveals how profitability of the equity-holders' funds have been utilized by the Company. It also measures the percentage return generated to equity-holders.	Net Profits after taxes	Average Shareholders' Equity	29.75%	24.10%	23.44	

Notes to Financial Statement for the year ended 31 March 2023

5. Inventory turnover ratio This ratio also known as stock turnover ratio and it establishes the relationship between the cost of goods sold during the period or sales during the period and average inventory held during the period. It measures the efficiency with which a Company utilizes or manages its inventory.	Sales	Average Inventory	105.20	22.37	370.18	Variance due to lowering of inventories level on account of better sales realisations coupled with higher sales.
6. Trade Receivables turnover ratio It measures the efficiency at which the company is managing the receivables.	Net Credit Sales	Average Trade Receivables	20.23	18.66	8.44	
7. Trade payables turnover ratio It indicates the number of times sundry creditors have been paid during a period. It is calculated to judge the requirements of cash for paying sundry creditors. It is calculated by dividing the net credit purchases by average creditors.	Net credit purchases	Average Trade payables	22.62	23.53	-3.84	
8. Net capital turnover ratio It indicates a company's effectiveness in using its working capital.	Net Sales	Working Capital	4.43	9.53	-53.45	Due to improved operating profit on account of better sales realisation and margins.
9. Net profit ratio It measures the relationship between net profit and sales of the business.	Net Profit	Net Sales	7.51%	4.43%	69.55	Due to improved operating profit on account of better sales realisation and margins.
10. Return on Capital employed Return on capital employed indicates the ability of a company's management to generate returns for both the debt holders and the equity holders. Higher the ratio, more efficiently is the capital being employed by the company to generate returns.	Earning before interest and taxes	Net Worth + Total Debt + Deferred Tax Liabilities	31.95%	34.15%	-6.44	
11. Return on investment Return on investment (ROI) is a financial ratio used to calculate the benefit an investor will receive in relation to their investment cost. The higher the ratio, the greater the benefit earned. The one of widely used method is Time Weighted Rate of Return (TWRR) and the same should be followed to calculate ROI. It adjusts the return for the timing of investment cash flows and its formula / method of calculation is commonly available.	"Time weighted rate of Return i. Unquoted ii. Quoted "	Investment cost	0.00% 0.15%	0.00% -0.15%	0.00 200.80	Depend upon changes in market value and returns received by the company.



Notes to Financial Statement for the year ended 31 March 2023

Note-36 Imported and Indigenous raw material & spare parts consumed

	"Year ended 31 March 2023"		"Year ended 31 March 2022"	
	Value Rs	% of total consumption	Value Rs	% of total consumption
Raw Materials				
-Imported	-	-	-	-
-Indigenous	0.18	0%	0.15	100%
	0.18	0%	0.15	100%
Stores & Spares				
-Imported	-	-	-	-
-Indigenous	0.00	100%	0.00	100%
	0.00	100%	0.00	100%

Note-37

Details of loans given, investments made and guarantee given covered under Section 186(4) of the Companies Act, 2013. Investment made are given under the respective heads. Further the company has not given any guarantee. Loan given by the Company in respect of loans as at 31st March, 2023

Name of Company	(Rs. in lacs)	
	As at 31.03.2023	As at 31.03.2022
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Pvt Ltd)	785.10	140.26
Vidarbha Minerals and Energy Pvt Ltd.	610.21	-
Maa Danteshwari Pellet & Steel Pvt Ltd.	16.76	15.54

Note-38

During the year the Company has written off capital work-in-progress balance amounting to Rs 131.25 lacs on account of coal block and also fixed deposits amounting to Rs 31.36 lacs which was given for bank guarantee issued against such coal block.

Note-39

The Company was having fuel supply agreement (FSA) with Western Coalfields Limited (WCL) against which the Company had given bank guarantees to WCL against FSA for which fixed deposits amounting to Rs 28.69 lacs has been pledged with bank. In the opinion of the management, the same is recoverable in nature.

Note-40

The company has not undertaken any transactions with companies struck off under section 248 of the Companies Act 2013 or section 560 of Companies Act 1956 during the current year or in previous year.

Note-41

The Company has working capital facilities from banks on the basis of security of current assets & submitting quarterly Financial Follow up Report as per the terms & conditions of sanction letters. There are no material discrepancies in the amount of current assets between Financial Follow Report and books of account.

Note-42

None of the banks, financial institutions or other lenders from whom the company has borrowed funds has declared the company as a wilful defaulter at any time during the current year or in previous year.

Notes to Financial Statement for the year ended 31 March 2023

Note-43

All the transactions are recorded in the books of accounts and there was no income that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Also there was no previously unrecorded income and related assets which has been recorded in the books of account during the year.

Note-44

No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

Note-45

The company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries. Further, the company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding, whether recorded in writing or otherwise, that the company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note-46

The company does not have investment in subsidiary companies and accordingly the disclosure as to whether the company has complied with the number of layers of companies prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 is not applicable.

Note-47

The company has neither traded nor invested in Crypto Currency or Virtual Currency during the financial year.

Note-48

No scheme of compromise or arrangement has been proposed between the company & its members or the company & its creditors under section 230 of the Companies Act 2013 ("The Act") and accordingly the disclosure as to whether the scheme of compromise or arrangement has been approved or not by the competent authority in terms of provisions of sections 230 to 237 of the Act is not applicable.

Note-49

All the charges or satisfaction of which is required to be registered with Registrar of Companies(ROC) have been duly registered within the

Charge Holder's Name	Date of Creation	Amount (Rs in lacs)	Reason for Non-satisfaction
ABN AMRO BANK N.V.	24-06-2006	9.00	The management put their best efforts for obtaining NOC from lenders, but was unable to contact as lenders have closed down its local branch office. Also the company tried to obtain NOC from other branches of India but didn't receive any response. The efforts are still going on for obtaining NOC.

Note-50

In the opinion of the Board, the value of realisation of loans and advances and current & non current assets in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet.

Note-51

Disclosure pursuant to Regulation 34(3) and para A of Schedule V of SEBI (LODR), Regulations, 2015

## Notes to Financial Statement for the year ended 31 March 2023

Loan and advances in the nature of loan given to related parties:

(Rs. in lacs)

Name of Company	Relationship Subsidiaries/ associates/ others	Amount outstanding as at 31.03.2023	Maximum amount outstanding during the year	Investment by loanee in the shares of the company
Loan repayable on demand				
G.R. Krishna Ferro Alloys Private Limited (formerly known as Prithvi Ferro Alloys Pvt Ltd)	Others	785.10	785.10	
Vidarbha Minerals and Energy Pvt Ltd.	Others	610.21	610.21	
Maa Danteshwari Pellet & Steel Pvt Ltd.	Others	16.76	16.76	

The above loans were given for the business activities of the recipients and have been so utilized by them.

### Note-52

In the opinion of the Board, the value of realisation of loans and advances and current &amp; non current assets in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet.

### Note-53

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective. Based on a preliminary assessment, the entity believes the impact of the change will not be significant.

### Note-54

Previous year's figures are regrouped/rearranged wherever necessary.

sd/- "For and on behalf of the Board of Directors of Chaman Metallics Limited"

 / For OP Singhania & Co.  
 (ICAI Firm Regn. No:002172C)  
 Chartered Accountants

**Chetan Kumar Agrawal**  
 Managing Director  
 DIN-00748916

**Ramesh Kumar Agrawal**  
 Director  
 DIN-00748853

**Sanjay Singhania**  
 Partner  
 Membership No.: 076961

**Rahul Relwani**  
 Company Secretary

**Keshav Kumar Agrawal**  
 CFO

 Place : Raipur (C.G.)  
 Date : 29th May, 2023

**CHAMAN METALLICS LIMITED**

### Regd. Office & Works

A-26, M.I.D.C. Tadali Growth centre, Tadali, Chandrapur - 442406

**PH :0771-4259100**
**Email ID : cs@cmlgrgroup.com, Info@cmlgrgroup.com**
**Website: www.cmlgrgroup.com**



# CHAMAN METALLICS LIMITED

## NOTICE

**NOTICE IS HEREBY GIVEN THAT THE 20<sup>th</sup> ANNUAL GENERAL MEETING ('AGM') OF THE MEMBERS OF CHAMAN METALLICS LIMITED ('THE COMPANY') WILL BE HELD ON WEDNESDAY, SEPTEMBER 27<sup>th</sup>, 2023 AT 11:30 A.M. (IST) THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS, TO TRANSACT THE FOLLOWING BUSINESS:**

### **ORDINARY BUSINESS:**

**1. Adoption the Audited Financial Statements**

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31<sup>st</sup>, 2023 and the reports of the Board of Directors and the Auditors thereon.

**2. Re-appointment of a Director**

To appoint a Director in place of Mr. Ramesh Kumar Agrawal (DIN: 00748853), who retires by rotation and being eligible, offers himself for re-appointment.

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

**“RESOLVED THAT** Mr. Ramesh Kumar Agrawal (DIN: 00748853), who retires by rotation in terms of Section 152 of the Companies Act, 2013, be and is hereby re-appointed as a Director of the Company, whose office shall be liable to retire by rotation.”

### **SPECIAL BUSINESSES:**

**3. Ratification of Remuneration of Cost Auditors**

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions 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), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the Financial Year ending 31<sup>st</sup> March, 2024, be paid the remuneration as set out in the Statement annexed to the Notice convening this Meeting.”

**RESOLVED FURTHER THAT** the Board of Directors and/or any person authorised by the Board, be and is hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this Resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this Resolution.”

**By order of the Board of Directors**

**SD/-**

**Date: August 26, 2023**

**Place: Raipur**

**Rahul Relwani  
Company Secretary & Compliance Officer**





# CHAMAN METALLICS LIMITED

## IMPORTANT NOTES:

### 1. Explanatory Statement:

The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act') setting out material facts concerning the business under Item Nos. 3 of the Notice, is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ('Meeting/AGM') are also annexed.

2. The Ministry of Corporate Affairs ('MCA'), inter-alia, vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars') has permitted the holding of the AGM through Video Conferencing ('VC') or through Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue.

Further, Securities and Exchange Board of India ('SEBI'), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 ('SEBI Circulars') and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with the applicable provisions of the Act, SEBI Listing Regulations and MCA Circulars, the 20<sup>th</sup> AGM of the Company is being held through VC/OAVM on Wednesday, September 27, 2023, at 11:30 a.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company situated at A-26, M.I.D.C, Tadali Growth Centre, Tadali, Chandrapur, Maharashtra 442406.

3. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXY(IES) TO ATTEND AND VOTE ON THEIR BEHALF AND SUCH PROXY (IES) NEED NOT BE MEMBER(S) OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on the National Securities Depository Limited's ('NSDL') e-Voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.



# CHAMAN METALLICS LIMITED

5. Institutional/corporate shareholders (i.e., other than individuals, HUF, NRI, etc.), are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorisation etc., authorising their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorisation shall be sent by e-mail on Scrutinizer's e-mail address at [ca.psinghania@gmail.com](mailto:ca.psinghania@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) Corporate Members/Institutional shareholders (i.e. other than individuals, HUFs, NRIs etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on the "Upload Board Resolution/Authority Letter" displayed under the "e-Voting" tab in their login.
6. The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In case of joint holders attending the AGM, only such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be entitled to vote at the Meeting.
8. In accordance with the aforesaid MCA Circulars and the relevant SEBI Circulars, the Notice of the AGM along with the Annual Report 2022-23 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. The Company shall send the physical copy of Annual Report 2022-23 to those Members who request the same at [cs@cmlgrgroup.com](mailto:cs@cmlgrgroup.com) or [info@cmlgrgroup.com](mailto:info@cmlgrgroup.com) mentioning their Folio No./DP ID and Client ID. The Notice convening the 20<sup>th</sup> AGM along with the Annual Report 2022-23 will also be available on the website of the Company at [www.cmlgrgroup.com](http://www.cmlgrgroup.com), website of the Stock Exchange i.e. the National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
9. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form, quoting their folio number/DP ID and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.
10. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
11. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in the Notice or statement will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send an e-mail to [cs@cmlgrgroup.com](mailto:cs@cmlgrgroup.com).
12. The Company's Registrar and Share Transfer Agent for its share registry work (Physical & Dematerialized) is Link Intime India Private Limited.



# CHAMAN METALLICS LIMITED

13. SEBI has mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company for registration of transfer of securities. Also, on June 8, 2018, SEBI vide its Notification No. SEBI/LAD-NRO/GN/2018/24 had amended the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and mandated transfer of shares in dematerialized form alone. SEBI w.e.f. April 01, 2019 mandated securities of a listed company can be transferred in dematerialized form only.
14. As per the provisions of Clause 3.A.II. of the General Circular No.20/2020 dated May 5, 2020 issued by the Ministry of Corporate Affairs, the matters of Special Business as appearing at Item No. 3 of the accompanying Notice, is considered to be unavoidable by the Board and hence, forms part of this Notice.
15. Pursuant to Section 72 of the Companies Act, 2013, member(s) of the Company may nominate a person in whom the shares held by him/them shall vest in the event of his/their unfortunate death. The nomination form may be filed with the respective Depository Participant.

#### 16. NRI Shareholders:

The non-resident Indian shareholders are requested to inform the company immediately about:

1. The change in the residential status on return to India for Permanent settlement.
2. The particulars of NRO bank account in India if not furnished earlier.

#### 17. Remote e-Voting:

The Members may cast their votes using an electronic voting system from a place other than the venue of the Annual General Meeting (“remote e-voting”). The Resolutions passed by remote e-voting are deemed to have been passed as if they have been passed at the Annual General Meeting.

The facility for voting shall also be made available during the Annual General Meeting and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right during the Annual General Meeting.

The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the meeting but shall not be entitled to cast their vote again.

The instructions for voting electronically are annexed hereto as **Annexure II** for the reference of the members.

#### 18. Request to Members:

Members are requested to send their Queries on Financial Statements and proposals in this Notice, if any, may be sent to the Company at [cs@cmlgrgroup.com](mailto:cs@cmlgrgroup.com) at least seven (7) days in advance of the Meeting so as to enable the Board/ Management to respond suitably at the AGM.

**By order of the Board of Directors**

**Date: August 26, 2023**  
**Place: Raipur**

**SD/-**  
**Rahul Relwani**  
**Company Secretary & Compliance Officer**





# CHAMAN METALLICS LIMITED

## EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102(1) AND 110 OF THE COMPANIES ACT, 2013

**The following Explanatory Statement sets out all the material facts relating to the Special Businesses under Item No. 3 of the accompanying this Notice.**

### **ITEM NO. 3:**

The Board, on the recommendation of the Audit Committee, has approved the re-appointment and remuneration of M/s Sanat Joshi & Associates, Cost Auditors having Firm Registration No. 000506 to conduct the audit of the cost records of the Company for the Financial Year ending 31<sup>st</sup> March, 2024 at a remuneration of ₹ 48,400/-.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board must be ratified by the Members of the Company

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors of the Company for the Financial Year ending 31<sup>st</sup> March, 2024.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, in the resolution set out at Item No. 3.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

**By order of the Board of Directors**

**Date: August 26, 2023**

**Place: Raipur**

**SD/-**

**Rahul Relwani  
Company Secretary & Compliance Officer**



# CHAMAN METALLICS LIMITED

## Annexure I

### DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT IN 20<sup>th</sup> ANNUAL GENERAL MEETING

(Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India)

S. No.	Particulars	Mr. Ramesh Kumar Agrawal
1	Age	62 Years
2	Category of Director	Non Executive Director
2	Qualifications	Graduate (Bachelor of Commerce)
3	Experience	43 years
4	Terms and conditions of re-appointment	Appointed as Non-Executive Director of the Company and is liable to retire by rotation.
5	Expertise in specific functional areas	Strategic Planning, Budgets, Negotiation, and deep understanding of the industry dynamics and also for his astute management skills.
6	Relationship with other Directors, Manager and other Key Managerial Personnel, if any	Father of Mr. Chetan Kumar Agrawal (Chairman and Managing Director) and Mr. Keshav Kumar Agrawal (Joint Managing Director and Chief Financial Officer)
7	Date of first appointment on the Board	17.06.2019
8	Shareholding in the company including shareholding as a beneficial owner	1,47,969 Shares
9	The number of Meetings of the Board attended during the FY 2022-23	11 (Eleven)
10	Other Directorships	1. G.R. Sponge and Power Limited. 2. N.R. Sponge Private Limited. 3. Maa Danteshwari Pellet and Steel private Limited 4. Limited 5. G.R. Integrated Steel Private Limited. 6. Aryabhatt Sales Private Limited. 7. Vikruti Infrastructures Private Limited.
11	Membership/ Chairmanship of Committees of other Boards	A. CSR Committee – Member 1. G.R.Sponge and Power Limited 2. N.R.Sponge Private Limited 3. Chaman Metallics Limited B. Nomination and Remuneration Committee – 1. Member (Chaman Metallics Limited)
12	Details of past remuneration	₹ 1.50 Lakh



# CHAMAN METALLICS LIMITED

13	Names of listed entities in which the person also holds the Directorship	None
14	Listed Entities from which resigned in past 3 years	None
15	Proposed remuneration	Sitting Fees & Commission, within the prescribed limits laid under the Act.
16	Brief Profile	<p>Mr. Ramesh Kumar Agrawal has transformed the small steel rolling mill of yesterday into a profitable, integrated and well diversified group ready for tomorrow. Over the last 30 years, GR Group of Industries (“the group”) has emerged as a formidable force in the industry with a turnover exceeding INR 1000 Crore!</p> <p>He is well-respected in the industry for his tremendous hands-on experience, strategic thinking and a forward-looking approach. He has played a crucial role in developing Chhattisgarh's Steel Industry besides playing an active role in various social activities, industry events and on various economic forums.</p>





# CHAMAN METALLICS LIMITED

## Annexure II

### INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

#### THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

##### A. PROCESS AND MANNER FOR VOTING THROUGH ELECTRONIC MEANS:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility provided by listed entities, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by NSDL.
2. Members of the Company holding shares either in physical form or in electronic form as on the **cut-off date of Wednesday, September 20, 2023** may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM.

Any shareholder(s) holding shares in physical form or non-individual shareholders who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the **cut-off date i.e. Wednesday, September 20, 2023**, may obtain the User ID and Password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) However, if a person is already registered with NSDL for remote e-Voting then the Members can use their existing User ID and password for casting the vote. If you forget your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 - 4886 7000 and 022 -2499 7000.

In case of Individual Shareholder who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holds shares in demat mode as on the cut-off date may follow the steps mentioned under '**Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode.**'

3. **The remote e-Voting period begins on Sunday, September 24, 2023 at 09:00 A.M. (IST) and ends on Tuesday, September 26, 2023 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the cut-off date i.e. Wednesday, September 20, 2023 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, September 20, 2023.**



# CHAMAN METALLICS LIMITED

4. Members will be provided with the facility for voting through electronic voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote on the resolution(s) by remote e-Voting, will be eligible to exercise their right to vote on such resolution(s) upon announcement by the Chairman. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM. The remote e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

## **B. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM AND REMOTE E-VOTING (BEFORE AND DURING THE AGM) ARE AS UNDER:**

1. Members will be able to attend the AGM through VC/OAVM at [https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com) by following the steps mentioned under 'Access NSDL e-Voting system'. After successful login, Member(s) can click on link of 'VC/OAVM' placed under 'Join Meeting' menu against Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Members who do not have the User ID and Password for e-Voting or have forgotten the User ID/Password may retrieve the same by following the process as mentioned in paragraph titled "**The instructions for remote e-Voting before/during the AGM**" in the Notice to avoid last minute rush.
2. Members may join the AGM through laptops, smartphones, tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
3. Members are encouraged to submit their questions in advance with respect to the accounts or the business to be transacted at the AGM. These queries may be submitted from their registered e-mail address, mentioning their name, DP ID and Client ID/folio number and mobile number, to reach the Company's e-mail address at [cs@cmlgrgroup.com](mailto:cs@cmlgrgroup.com) **before 3.00 P.M. (IST) on Wednesday, September 20, 2023.**
4. Members who would like to express their views or ask questions during the AGM may pre-register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at [cs@cmlgrgroup.com](mailto:cs@cmlgrgroup.com) between September 20, 2023 (9:00 A.M. IST) to September 23, 2023 (5:00 P.M. IST). The Company reserves the right to restrict the number of questions and speakers depending on the availability of time for the AGM. Further, the sequence in which the shareholders will be called upon to speak will be solely determined by the Company.
5. Members who need assistance before or during the AGM, can contact NSDL on [evoting@nsdl.co.in/](mailto:evoting@nsdl.co.in) 022 - 4886 7000/022 - 2499 7000 or contact Mr. Sanjeev Yadav, Assistant Manager-NSDL at [sanjeevy@nsdl.co.in](mailto:sanjeevy@nsdl.co.in).



# CHAMAN METALLICS LIMITED

## THE INSTRUCTIONS FOR REMOTE E-VOTING BEFORE/DURING THE AGM:

**Step 1:** Access NSDL e-Voting system.

**Step 2 :** Cast your vote electronically and join General Meeting on NSDL e-Voting system.

### Details on Step 1 are mentioned below:

#### A. Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode

In order to increase the efficiency of the voting process and in pursuance of SEBI circular no. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated December 9, 2020, e-Voting facility is being provided to all the demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/Depository Participants. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.





Shareholders are advised to update their mobile number and e-mail-id in their demat accounts in order to access e-Voting facility.

#### Login method for individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login/">https://web.cdslindia.com/myeasi/home/login/</a> or visit <a href="http://www.cdslindia.com/">www.cdslindia.com/</a> and click on Login icon New System Myeasi Tab and then user your existing my easi username &amp; password.</li><li>2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by</li></ol>



	<p>sending OTP on registered Mobile &amp; E-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p><b>A. NSDL IDeAS facility</b></p> <p><b>If you are already registered, follow the below steps:</b></p> <ol style="list-style-type: none"> <li>1) please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on options available against Company name or <b>e-Voting service provider – NSDL</b> name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If the user is not registered for <b>IDeAS</b> e-Services, option to register is available at <a href="https://eservices.nsd.com/">https://eservices.nsd.com/</a> Select ‘<b>Register Online for IDeAS</b>’ Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp/">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp/</a>.</li> </ol> <p><b>B. e-voting website of NSDL:</b></p> <p><b>If the user is not registered for IDeAS e-Services:</b></p> <ol style="list-style-type: none"> <li>1) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon ‘<b>Login</b>’ which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against Company name or <b>e-voting service provider – NSDL</b> and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) Shareholders/Members can also download NSDL Mobile App ‘<b>NSDL Speede</b>’ facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">  App Store              Google Play       </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of i.e. NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B. Login Method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode**

**How to Log-in to NSDL e-Voting website?**

- 1) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- 2) Once the home page of e-Voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.
- 3) A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

4) Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 125581 then user ID is 125581001***

5) Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to log-in and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i. If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you by NSDL and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii. If your e-mail ID is not registered, please follow steps mentioned in **process for those shareholders whose e-mail IDs are not registered.**

6) If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:

- a) Click on '**Forgot User Details/Password?**' (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- b) Click on '**Physical User Reset Password?**' (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.





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- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7) After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.
- 8) Now, you will have to click on 'Login' button.
- 9) After you click on the 'Login' button, Home page of e-Voting will open.
- 10) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

## **Details on Step 2 are mentioned below:**

### **How to cast your vote electronically on NSDL e-Voting system and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see "EVEN" of all the companies in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select 'EVEN' of the Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
5. Upon confirmation, the message 'Vote cast successfully' will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **The instructions for e-Voting during the AGM are as under:**

1. The procedure for remote e-Voting during the AGM is same as the instructions mentioned above for remote e-Voting since the Meeting is being held through VC/OAVM.
2. Only those Members/Shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote on such resolution(s) through e-Voting system at the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

### **General Guidelines for Shareholders:**

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through the '**Forgot User Details/Password?**' or '**Physical User Reset Password?**' option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.



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2. In case of any queries/grievances pertaining to remote e-Voting (before or during the AGM), you may refer to the Frequently Asked Questions ('FAQs') for Shareholders and e-Voting user manual for Shareholders available in the 'Download' section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 - 4886 7000 and 022 - 2499 7000 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact Mr. Amit Vishal, Assistant Vice President or Ms. Pallavi Mhatre, Senior Manager from NSDL at the designated e-mail ID: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) The address of NSDL is Trade World, 'A' wing, 4<sup>th</sup> Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra.

## Other Instructions:

1. CA Preeti Singhania, proprietor of P Singhania & Associates, Chartered Accountants holding Certificate of Practice no.159249 and having membership no. FCA 159249 of the Institute of Chartered Accountants of India ("ICAI") has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
2. The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman.
3. The result of e-voting will be declared within two working days of the conclusion of the Meeting and the same, along with the consolidated Scrutiniser's Report, will be placed on the website of the Company [www.cmlgrgroup.com](http://www.cmlgrgroup.com). The result will simultaneously be communicated to the Stock Exchange (i.e. NSE).

## PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@cmlgrgroup.com](mailto:cs@cmlgrgroup.com).
2. For Demat shareholders - In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

By order of the Board of Directors

SD/-

Date: August 26, 2023

Place: Raipur

Rahul Relwani

Company Secretary & Compliance Officer