



# CRIMSON METAL ENGINEERING COMPANY LIMITED

Manufacturers & Exporters of E.R.W. STEEL TUBES - PIPES (BLACK & GALVANISED)

**Regd. & Head Office :**  
No. 163/1, K.SONS COMPLEX  
II FLOOR, BROADWAY,  
CHENNAI - 600 108. INDIA

Phone : 044-25240393 / 25240559  
Fax : 044-42079967  
Website : [www.sarbatisteel.com](http://www.sarbatisteel.com)

August 01, 2023

To

Department of Corporate Affairs,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001

**Subject: Notice of the 39<sup>th</sup> Annual General Meeting (AGM) and Annual Report for the FY 2022-23**

**Security Code: 526977**

Dear Sir/Madam,

We wish to inform you that the 39<sup>th</sup> Annual General Meeting ("AGM") of the Company is scheduled to be held on Monday, August 28, 2023 at 11:00 A.M. IST through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") in accordance with the circulars/notifications issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India ("SEBI") to transact the businesses as set forth in the Notice dated August 01, 2023 convening the AGM ("Notice").

The 39<sup>th</sup> AGM of the Company will be held through Video Conferencing / Other Audio-Visual Means ("VC/OAVM") on Monday, August 28, 2023, in compliance of applicable MCA & SEBI circulars.

**The following information will be made available on the Company's website:**

Particulars	Website Link
39 <sup>th</sup> AGM Notice and Annual Report for the FY 2022-23	<a href="https://www.crmetal.in/financial_information.html">https://www.crmetal.in/financial_information.html</a>

**Information at glance:**

Particulars	Details
Time and date of AGM	Monday, August 28, 2023 at 11:00 AM(IST)
Mode	VC/OAVM
Helpline number for VC participation	022- 23058738 and 022-23058542/43
Cut-off Date for reckoning voting rights	Monday, August 21, 2023
Commencement of Remote e-voting	Friday, August 25, 2023 at 9:00 A.M.
Conclusion of Remote e-voting	Sunday, August 27, 2023 at 05:00 P.M.

Works : Sedarapet Industrial Estate, Mailam Road, Pondicherry - 605 111.  
Phone : (91) 0413 - 2677351 Fax (91) 0413-2677346

Pursuant to Regulation 34(1) & Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, please find enclosed herewith the Annual Report for the Financial Year 2022-23 along with the Notice being sent to all Members in electronic mode.

Kindly take the above information on your records.

Thanking You

Yours Faithfully,

**For Crimson Metal Engineering Company Limited**

**VINAY** Digitally signed  
by VINAY  
Date: 2023.08.01  
16:05:03 +05'30'

Vinay

**Company Secretary & Compliance Officer**

**M.No.: A70939**

**CRIMSON METAL ENGINEERING COMPANY LIMITED**

**39TH ANNUAL REPORT**  
**FY 2022-23**

**Regd. Off.: 163/1, Prakasam Road Broadway, Chennai – 600 108, Tamil Nadu**

**CIN : L27105TN1985PLC011566L**

**Contact: [investorgrievance@crmetal.in](mailto:investorgrievance@crmetal.in)**

**Website: [www.crmetal.in](http://www.crmetal.in)**

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### INVESTOR INFORMATION

**BSE Code**  
526977

**BSE Symbol**  
CRIMSON

**AGM DATE : AUGUST 28, 2023**  
**(AGM TO BE HELD VIA VIDEO CONFERENCING)**

# CORPORATE INFORMATION

## Board of Directors

Mr. Vinay Kumar Goyal	-	Managing Director
Ms. Uma Rajaram	-	Whole Time Director
Mr. Chandrakesh Pal	-	Whole Time Director
Mr. Velu Paneerselvem	-	Non Executive Director
Mr. Krishan Batra	-	Independent Director
Mr. Kanhaiya Lal Pandey	-	Independent Director

## Audit Committee

Mr. Krishan Batra	-	Chairman
Mr. Kanhaiya Lal Pandey	-	Member
Ms. Uma Rajaram	-	Member

## Chief Financial Officer (CFO)

Mr. Chandrakesh Pal

## Nomination & Remuneration Committee

Mr. Krishan Batra	-	Chairman
Mr. Kanhaiya Lal Pandey	-	Member
Mr. Velu Paneerselvem	-	Member

## Statutory Auditors

M/s OP Bagla & Co LLP  
Chartered Accountants

## Stakeholders Relationship Committee

Mr. Krishan Batra	-	Chairman
Mr. Vinay Kumar Goyal	-	Member
Ms. Uma Rajaram	-	Member

## Secretarial Auditors

APAC & Associates LLP  
Company Secretaries

## Registered Office

163/1 Prakasam Road, Broadway,  
Chennai - 600 108 Tamil Nadu

## Company Secretary and Compliance Officer

Mr. Vinay

## Registrar & Transfer Agent

Skyline Financial Services Private Limited  
D-153A, First Floor Okhla Industrial Area, Phase - I, New  
Delhi - 110 020

## NOTICE

### 39<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the **39<sup>th</sup> Annual General Meeting (AGM)** to the members of **CRIMSON METAL ENGINEERING COMPANY LIMITED** will be held through Video Conferencing (“VC”)/ Other Audio Visual Means (“OVAM”) on Monday, the 28th day of August, 2023 at 11:00 a.m. (IST) at 163/1, Prakasam Road, Broadway, Chennai- 600 108, Tamil Nadu (Deemed Venue), to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2023, together with the Report of Board of Directors and the Auditors thereon.
2. To re-appoint Mr. Chandrakesh Pal, Whole time Director (DIN- 07277936), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

#### **SPECIAL BUSINESS:**

3. To consider and approve the appointment of Mr. Sanjay Kumar (DIN: 02128700), as an Independent Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and subject to Articles of Association of the Company, Mr. Sanjay Kumar (DIN: 02128700) who was appointed as an Additional Director and also as an Independent Director of the Company by the Board of Directors with effect from July 28, 2023 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 up to the date of this Annual General Meeting or the last date on which the Annual General Meeting for Financial Year 2022-2023 should have been held, whichever is earlier and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a

member signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation.”

By order of the Board of Directors  
For **Crimson Metal Engineering Company Limited**

Date: July 28, 2023

Place: Chennai

**Vinay Kumar Goyal**

**Managing Director**

**DIN: 00134026**

**NOTES:**

1. In terms with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 05, 2022, issued by the Ministry of Corporate Affairs (“MCA Circulars”) and as per the applicable provisions of the Companies Act, 2013, rules made thereunder. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13,2021 and May 05, 2022, 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on 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
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 05, 2022, issued by the Ministry of Corporate Affairs (“MCA Circulars”), the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs MCA Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 05, 2022, the Notice calling the AGM has been uploaded on the website of the Company at [www.crmetal.com](http://www.crmetal.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com)
7. The Register of Members and Share Transfer Books of the Company will be closed from **Tuesday, August 22, 2023 to Monday, August 28, 2023** (both days inclusive) for the purpose of AGM.
8. In accordance with the provisions of Section 101 of the Companies Act, 2013 (the “Act”) read with Rule 18 of the Companies (Management and Administration) Rules, 2014, the annual report for FY 2022-23

is being sent through electronic mode only to the Members whose email addresses are registered with the Company / Depository Participant(s), unless any Member has requested for a physical copy of the report. For Members who have not registered their email address, physical copies of the annual report for FY 2022-23 are being sent by the permitted mode.

9. With a view to using natural resources responsibly, we request shareholders to register/update their e-mail addresses :

- **in respect of electronic shareholding** - through their respective Depository Participants.

- **in respect of physical shareholding** - by sending a request to the Company's Share Transfer Agent at Skyline Financial Services Private Limited, mentioning therein the Company's name i.e., Crimson Metal Engineering Company Limited, their folio number and e-mail address.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company / Registrar. As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to Skyline Financial Services Private Limited.
11. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, change of address, change of name, e-mail address, contact numbers etc. to their respective Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's record which will help the Company and the Company's Registrars and Transfer's Agents, M/s. Skyline Financial Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Company's Registrars and Transfer's Agent.

**SKYLINE FINANCIAL SERVICES PVT LTD,**

**Regd. & Corporate Office: D-153A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi - 110 020**

**Tel: 011- 40450193-97;**

**Website: [www.skylinerta.com](http://www.skylinerta.com); Email: [info@skylinerta.com](mailto:info@skylinerta.com)**

12. Pursuant to the directions of the Securities and Exchange Board of India (SEBI), trading in the shares of the Company should be in compulsory dematerialized form. Members, who have not yet got their shares dematerialized, are requested to opt for the same in their own interest and send their share certificates through Depository Participant (s) with whom they have opened the dematerialization account to the Company's Registrar appointed with effect from 1<sup>st</sup> April, 2014.
13. In case of the joint holders attending the Meeting, the Members whose name appears as the first holder in order of the names as per the Register of Members of the Company will be entitled to vote.
14. Members may note that the Annual Report for FY 2022-23 as circulated to the members of the Company is also available on the Company's website [www.crmetal.com](http://www.crmetal.com).
15. In case you have any query relating to the enclosed Annual Accounts you are requested to send the same to the Company Secretary & Compliance Officer at the Registered office of the Company or on email Id: [investorgrievance@crmatal.in](mailto:investorgrievance@crmatal.in) at least 10 days before the date of Annual General Meeting so as to enable the management to keep the information ready at the meeting.

16. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. The said forms are attached to this Annual Report. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the Company at [investorgrievance@crmetal.in](mailto:investorgrievance@crmetal.in) in case the shares are held in physical form, quoting your folio number.
17. Additional information on Directors/Auditor recommended for appointment/re-appointment as required under Regulation 36(3) & 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – II issued by the Institute of Company Secretaries of India.

<b>Name of Director</b>	<b>Mr. Chandrakesh Pal</b>	<b>Mr. Sanjay Kumar</b>
Nationality	Indian	Indian
Date of Birth	20.05.1976	16.07.1973
Date of Appointment	23.12.2015	28.07.2023
Experience (Yrs)	More than 22 years	More than 30 years
Expertise in specific functional Area	Taxation Area	Finance, Marketing & Quality Assurance
Qualification	Graduation	Graduation
Directorship held in other listed companies in India	NA	NA
Disclosure of relationships between directors inter-se	NA	NA
Membership of Committees held in other listed companies in India	NA	NA
No. of Equity shares held in the Company	NA	NA
Terms & Conditions of appointment	As per the appointment letter	As per the appointment letter

18. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
19. All the documents referred to in the Notice and Explanatory Statement will be available for inspection by the Members at the Registered/Corporate Office of the Company during the business hours on all working days from the date hereof up to the time of the Meeting
20. Other Instructions:
- A) The e-voting period commences on 25<sup>th</sup> August, 2023. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on 21<sup>st</sup> August, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.
- B) The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on 21<sup>st</sup> August, 2023.
- C) APAC & Associates, LLP (LLP Regn. No. AAF-7948), has been appointed as Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.

- D) The Scrutinizer shall, after the conclusion of voting at AGM, will first count the vote cast at the meeting and thereafter unblock the vote cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the Company or any other person authorized by him in writing who shall countersign the same
- E) The Results declared along with the Scrutinizer's Report will be placed on the Company's website viz. [www.crmetal.com](http://www.crmetal.com) and also on the website of Skyline Financial Services Private Limited viz. [www.skylinerta.com](http://www.skylinerta.com) and also will be communicated to BSE Limited, where the shares of the Company are listed immediately after the result is declared by the Managing Director or any other person authorized by him.

**21. THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:**

- A) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- B) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></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 or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email 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.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, 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 "Beneficial Owner" icon under "Login" which is available under 'IDeAS' 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 "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed 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 IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS</li> </ol>

	<p>“Portal or click at  <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 “Login” which is available under ‘Shareholder/Member’ 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 company name or e-Voting service provider 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</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<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 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.</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.

**HELPSDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE FOR ANY TECHNICAL ISSUES RELATED TO LOGIN THROUGH DEPOSITORY I.E. CDSL AND NSDL**

Login type	Helpdesk details
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 and 22-23058542-43.
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

- (i) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on “Shareholders” module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) 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.
  - 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address [investorgrievance@crmetal.in](mailto:investorgrievance@crmetal.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop 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 kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**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 Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. 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.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

By order of the Board of Directors  
For **Crimson Metal Engineering Company Limited**

Date: July 28, 2023  
Place: Chennai

**Vinay Kumar Goyal**  
**Managing Director**  
**DIN: 00134026**

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 3:**

Based on recommendation of Nomination and Remuneration Committee, Mr. Sanjay Kumar was appointed by the Board as an Additional Independent Director with effect from July 28, 2023 consequent to his appointment as Independent Director of the Company, in terms of provisions of Section 161 of the Companies Act, 2013, rules made thereunder and also in terms of Articles of Association of the Company. As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. Accordingly, Mr. Sanjay Kumar, as an Additional Director, holds office upto the date of this Annual General Meeting. In terms of provisions contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, a person who is not a retiring director in terms of Section 152 shall, subject to the provisions of this Act, be eligible for appointment to the Office of Director at any General Meeting, if he or some member intending to propose him as a Director, has, not less than fourteen days before the meeting, left at the Registered Office of the company, a notice in writing under his hand signifying his candidature as a Director, or the intention of such member to propose him as a candidate for that office, as they case may be, along with deposit of one lakh rupees.

However, as per the proviso to Sec. 160 which is made effective 09.02.2018 the requirements of deposit of amount shall not apply in case of appointment of Independent Director. Since Mr. Sanjay Kumar is an Independent Director of the Company, there is no requirement of submission of requisite deposit. Accordingly, the Company has received a notice from a member proposing candidature of Mr. Sanjay Kumar, for the office of Director in terms of Section 160 of the Companies Act, 2013. Mr. Sanjay Kumar has also given a declaration to the company that he meets criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment & Qualification of Directors) Rules, 2014 and relevant regulation of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. He does not hold any shares of the Company.

Relevant documents in respect of the said item are open for inspection by the members at the Registered Office of the Company on all working days during business hours up to the date of the Meeting.

None of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the resolution set out at item No.3 of the Notice. The Board recommends the Ordinary Resolution as set out at item no. 3 for approval by the Members.

By order of the Board of Directors  
For **Crimson Metal Engineering Company Limited**

Date: July 28, 2023  
Place: Chennai

**Vinay Kumar Goyal**  
**Managing Director**  
**DIN: 00134026**

**Form No. SH-13**  
Act, 2013 and Rule 19(1) of  
The Companies (Share Capital and Nomination Form  
[Pursuant to Section 72 of the Companies Debentures) Rules, 2014]

To,

Skyline Services Private Limited  
Unit: Crimson Metal Engineering Company Limited  
163/1 Prakasam Road Broadway,  
Chennai, Tamil Nadu-600108

I/We \_\_\_\_\_ the holder(s) of the securities, particulars of which are given hereunder, wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF SECURITIES (in respect of which nomination is being made):

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

2. PARTICULARS OF NOMINEE/S-

- a) Name:
- b) Date of Birth:
- c) Father's/Mother's/Spouse's name:
- d) Occupation:
- e) Nationality:
- f) Address:
- g) E-mail Id. & Telephone No:
- h) Relationship with the security holder(s):

3. IN CASE NOMINEE IS A MINOR-

- a) Date of birth:
- b) Date of attaining majority:
- c) Name of guardian:
- d) Address of guardian:

4. PARTICULARS OF NOMINEE IN CASE MINOR NOMINEE DIES BEFORE ATTAINING AGE OF MAJORITY-

- a) Name:
- b) Date of Birth:
- c) Father's/Mother's/Spouse's name:
- d) Occupation:
- e) Nationality:
- f) Address:
- g) E-mail Id. & Telephone No:
- h) Relationship with the security holder(s):
- i) Relationship with the minor nominee:

Name(s) and Address of Security holder(s)

Signature(s)

Name and Address of Witness

Signature

**Form No. SH-14**  
**Cancellation or Variation of Nomination**

[Pursuant to sub-section (3) of Section 72 of the Companies Act, 2013 and Rule 19(9) of  
The Companies (Share Capital and Debentures) Rules, 2014]

To,

Skyline Services Private Limited  
Unit: Crimson Metal Engineering Company Limited  
163/1 Prakasam Road Broadway,  
Chennai, Tamil Nadu-600108

I/We hereby cancel the nomination(s) made by me/us in favour of \_\_\_\_\_ (name(s) and address of the nominee) in respect of the below mentioned securities.

**Or**

I/We hereby nominate the following person in place of \_\_\_\_\_ as nominee in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my / our death.

1. PARTICULARS OF SECURITIES (in respect of which nomination is being cancelled / varied):

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

2. PARTICULARS OF THE NEW NOMINEE/S-

- a) Name:
- b) Date of Birth:
- c) Father's/Mother's/Spouse's name:
- d) Occupation:
- e) Nationality:
- f) Address:
- g) E-mail Id. & Telephone No:
- h) Relationship with the security holder(s):

3. IN CASE NEW NOMINEE IS A MINOR-

- a) Date of birth:
- b) Date of attaining majority:
- c) Name of guardian:
- d) Address of guardian:

4. PARTICULARS OF NOMINEE IN CASE MINOR NOMINEE DIES BEFORE ATTAINING AGE OF MAJORITY-

- a) Name:
- b) Date of Birth:
- c) Father's/Mother's/Spouse's name:
- d) Occupation:
- e) Nationality:
- f) Address:
- g) E-mail Id. & Telephone No:
- h) Relationship with the security holder(s):
- i) Relationship with the minor nominee:

Name(s) and Address of Security holder(s)

Signature(s)

Name and Address of Witness

Signature

To,

Skyline Services Private Limited

Unit: Crimson Metal Engineering Company Limited

163/1 Prakasam Road Broadway,

Chennai, Tamil Nadu-600108

**Updation of Shareholders Information**

I/ We request you to record the following information against our Folio No.:

**General Information:**

Folio No.	
Name of the first named Shareholder	
PAN*	
CIN/Registration No.* (applicable to Corporate Shareholders)	
Tel No. with STD Code	
Mobile No.	
E-mail Id	

\*Self-attested copy of the document(s) enclosed

**Bank Details:**

IFSC (11 digit):	MICR (9 digit):
Bank A/c Type:	Bank A/c No.:*
Name of the Bank:	
Bank Branch Address:	

\* A blank cancelled cheque is enclosed to enable verification of bank details

I/ We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/ We would not hold the Company/ RTA responsible. I/ We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/ We understand that the above details shall be maintained by you till I/We hold these securities under the above mentioned Folio No.

Place:

Date:  
holder

Signature of Sole/ First

**Boards' Report*****The Members******Crimson Metal Engineering Company Limited***

The Company are pleased to present the 39<sup>th</sup> Annual Report of the Company together with the Company's Audited Financial Statements for the Financial Year (FY) ended March 31, 2023 ("FY 2022-23").

**1. FINANCIAL RESULTS**

A brief summary of the Company's financial performance for the financial year is as under:

*(Figures in ₹ lakhs)*

Particulars	FY 2022-23	FY 2021-22
Revenue from operation	816.20	963.18
Other income	0.76	5.10
<b>Total revenue</b>	<b>816.96</b>	<b>968.27</b>
Less: Depreciation and Amortization expenses	168.70	168.17
Less: Other expenses	636.48	789.89
<b>Total expenses</b>	<b>805.18</b>	<b>958.06</b>
<b>Profit/Loss before tax</b>	<b>11.78</b>	<b>10.21</b>
Less: Current tax	-	(0.86)
Less: Deferred tax (Liability/Asset)	(20.71)	(67.80)
<b>Profit/Loss after tax</b>	<b>32.49</b>	<b>78.87</b>
<b>Earnings Per Share:</b>		
Basic and diluted	<b>0.73</b>	<b>1.78</b>

**2. STATE OF COMPANY'S AFFAIRS**

During the FY 2022-23, the revenue from operations was ₹ 816.20 lakhs. The revenue from operations of the Company declines by 15.26% during the FY 2022-23 as compared to ₹ 963.18 lakhs in the previous FY 2021-22. The Company earned a profit after tax of ₹ 32.49 lakhs during the FY 2022-23 which is less than 58.80% as compared to ₹ 78.87 lakhs in the previous FY 2021-22. The Company continues to take effective steps in broad-basing its range of activities.

**3. DISCLOSURE****A. DIVIDEND**

No dividend is being recommended by the Directors for the financial year 2022-23.

**B. DEPOSITS**

The Company has not accepted any deposits from the public and as such no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

**C. TRANSFER TO RESERVE**

During the said financial year, the Company has not transferred any amount to any reserve of the Company.

**D. CAPITAL STRUCTURE**

As on March 31, 2023, the Company has Authorised Share Capital of ₹ 10,00,00,000/- and Paid Up share capital of ₹ 4,42,82,070/-. The equity shares of the Company are listed with BSE. There are no arrears on account of payment of listing fees to the said Stock Exchange.

During the year under review, the Company has not issued shares or granted stock options or sweat equity shares, accordingly, there is no change in the share capital during the year.

**E. REPORTING OF FRAUD**

During the said financial year, no instances of fraud were reported by the Statutory Auditors of the Company.

**F. CHANGE IN THE NATURE OF BUSINESS**

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

**G. COST RECORDS**

A Disclosure under sub-section (1) of section 148 of the Companies Act, 2013 for maintenance of cost records as specified by the Central Government is not applicable to the Company, and such accounts and records are not required to be made and maintained by the Company.

**H. SIGNIFICANT AND MATERIAL ORDERS, IMPACTING THE GOING CONCERN STATUS AND COMPANY OPERATION IN FUTURE**

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operation in the future.

However, BSE vide its email dated July 15, 2022 levied a penalty amounting to Rs. 5,900/- in respect of non-compliance for one day delay in reporting of financial results under Regulation 33 of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 for the quarter and financial year ended on March 31<sup>st</sup>, 2022. Thereafter, Company has paid the penalty of Rs. 5,900/-.

The management of the Company has seriously considered this matter and taken steps to prevent Company from these kind of defaults in future

**I. NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE THE SUBSIDIARIES, JOINT VENTURES, HOLDING OR ASSOCIATE DURING THE YEAR**

During the said financial year no Company has become or ceased to be a subsidiary or joint venture or associate Company.

**J. PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016**

The Company has neither filed any application nor is any proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016, during the financial year.

**K. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS**

The Company has not done any one time settlement with the Banks or Financial Institutions during the financial year.

**4. AUDIT & AUDITORS**

**A. STATUTORY AUDITORS**

In the terms of the provisions of section 139 of the Companies Act, 2013, OP Bagla & Co. LLP Chartered Accountant, (ICAI FRN: 000018N/N50009), were appointed as the Statutory Auditors of the Company in the Annual General Meeting held on September 30, 2021 till the conclusion of the Annual General Meeting to be held for financial Year 2025-26.

The Auditors Report annexed to Accounts for the year ended March 31, 2023 is self-explanatory and do not call for any further comments. Further, the Auditors' Report does not contain any qualification, reservation, adverse remarks or disclaimer.

**B. SECRETARIAL AUDITORS**

The Board appointed APAC and Associates LLP, (LLP Reg. No. AAF-7948) to conduct the secretarial audit of the Company for the FY 2022-23 as required under Section 204 of the Act and rules framed thereunder.

There is no qualification, reservation or adverse remark made in their secretarial audit report. The Audit Report of the Secretarial Auditor is attached herewith as per "Annexure A".

**5. RISK MANAGEMENT POLICY**

The risk management is overseen by the Audit committee/ Board of Directors of the Company in a continuous basis. Major risks, if any, identified by the business and functions are systematically addressed through mitigating action on a continuous basis. The Risk Management policy is available on the Company website <http://www.crmetal.in/>.

**6. INTERNAL FINANCIAL CONTROLS**

The Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control. The Company has an adequate Internal Control system, commensurate with the size, scale and complexity of its operations. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

**7. MANAGEMENT DISCUSSION & ANALYSIS REPORT**

The Management discussion & Analysis Report for the FY 2022-23, as stipulated under the SEBI (LODR) 2015, presented in the separate section forming part of the Board's Report as "**Annexure B**".

**8. CORPORATE SOCIAL RESPONSIBILITY**

As on date, the Company does not fall within the preview of CSR requirements in terms of Section 135 of Companies Act, 2013.

**9. MATERIAL CHANGES AND COMMITMENT**

Apart from the instances mentioned in this report, there have been no other material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

However, following KMP's were resigned or appointed in the Company after the end of the financial year and before the date of this report:

<b>KEY MANAGERIAL PERSONNEL</b>			
Ms. Prachi Mittal Maurya	Company Secretary and Compliance Officer	Cessation	23/05/2023
Mr. Vinay	Company Secretary and Compliance Officer	Appointment	29/05/2023

**10. PERFORMANCE EVALUATION OF BOARD, COMMITTEE AND DIRECTORS**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of the Audit and Nomination & Remuneration Committees and the same was based on questionnaire and feedback from all the Directors on the Board as a whole, Committees and self-evaluation.

A structured questionnaire was prepared after taking into consideration of the inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as

level of engagement and contribution, independence of judgment, safeguarding the interests of the Company and its minority shareholders etc.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman of the Board and the Executive Directors was carried out by the Independent Directors.

#### **11. MEETINGS HELD DURING THE YEAR**

The Board met 5 (Five) times during the financial year, and the intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013, whereas the audit committee, Nomination & remuneration committee, Stakeholder relationship committee and Independent Directors have met 4 times and one time each respectively.

In addition to this, dates of meetings are given below:

<b>Date of Meetings of Board of Director</b>	<b>Date of meetings of audit committee</b>	<b>Date of meeting of Nomination &amp; remuneration committee</b>	<b>Date of meeting of Stakeholder relationship committee</b>	<b>Date of meeting of Independent Director</b>
May 30, 2022	May 30, 2022	May 30, 2022		
August 13, 2022	August 13, 2022			
September 02, 2022				
November 14, 2022	November 14, 2022		November 14, 2022	
February 13, 2023	February 13, 2023			February 13, 2023

#### **12. BOARD COMMITTEE**

The Board had constituted the following committees viz. Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee.

#### **13. INDEPENDENT DIRECTORS' DECLARATION**

All independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 of the Companies Act, 2013 which has been relied on by the Company and placed at the Board Meeting of the Company.

**14. DIRECTORS/KMP APPOINTED OR RESIGNED DURING THE YEAR**

Following Directors/KMP were appointed or resigned during the year under review:

- A. Mr. Manish Kumar Rai was resigned from the post of the Company Secretary cum legal & compliance officer w.e.f. 31<sup>st</sup> May, 2022;
- B. Ms. Prachi Mittal Maurya was appointed as a Company Secretary cum legal and compliance officer w.e.f. 1<sup>st</sup> June, 2022.

None of the Directors is disqualified from being appointed as or holding the office of Directors as stipulated in Section 164 of the Act.

**15. RETIREMENT BY ROTATION**

In accordance with the provision of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Chandrakesh Pal, Whole Time Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible and has offered himself for his reappointment.

**16. POLICY OF DIRECTORS APPOINTMENT AND REMUNERATION**

Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under section 178 of the Act are covered under the Board's policy formulated by the Company and the same is available on the Company website <http://www.crmetal.in/>.

**17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING / OUTGO**

The nature of business does not involve any Technology Absorption, and Conservation of Energy as stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014. However, efforts to reduce and optimize the use of energy through improved operations and other means continue.

**Foreign Exchange and Outgo**

	31.03.2023	31.03.2022
Earnings in foreign currency	Nil	Nil
Expenditure in Foreign Currency	Nil	Nil

**18. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has zero tolerance for sexual harassment at workplace and has in place a policy on prevention, prohibition and Redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under. In view of Limited Number of Employees at present Internal Complaints

Committee has not been formed so far. During the financial year 2022 – 2023, the Company has not received any sexual harassment complaints.

**19. EXTRACT OF THE ANNUAL RETURN**

The Annual Return of the Company as on March 31, 2023 is available on the Company's website [www.crmetal.in](http://www.crmetal.in).

**20. WHISTLE BLOWER POLICY/VIGIL MECHANISM**

Pursuant to section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and as per the provisions of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Board of Directors had approved the policy on vigil mechanism / whistle blower and the same was hosted on the website of the Company [www.crmetal.in](http://www.crmetal.in). The policy inter-alia provides a direct access to the Chairman of the Audit Committee. The Company hereby affirms that no Director / employee has been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

**21. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

During the said financial year, the Company has not given any loan or guarantee or made any investment which is covered under the provisions of Section 186 of the Companies Act, 2013.

**22. RELATED PARTY TRANSACTIONS**

During the year FY 2022-23, the Company has entered into any transaction with related parties as per section 188 of the Companies Act, 2013 as per "Annexure C".

**23. CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT**

The Board of Directors had adopted a Code of Conduct for the Board Members and employees of the company. This code helps the Company to maintain the standard of business ethics and ensure compliance with the legal requirements of the company. The code is aimed at preventing any wrongdoing and promoting ethical conduct at the Board and employees. The Compliance officer is responsible to ensure adherence to the Code by all concerned. The code lays down the standard of conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. All the Board Members and the Senior Management personnel have confirmed compliance with the Code. The same was available on the website of the Company [www.crmetal.in](http://www.crmetal.in).

**24. STATEMENT OF PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

Pursuant to Section 197 read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of top ten employees of the Company in terms of remuneration drawn including those employed throughout the year who was in receipt of the remuneration

exceeding One Crore and Two lakh Rupees per annum or if employed for a part of the financial year Eight Lakh and Fifty Thousand Rupees or more per month forms part of this report as “Annexure D”.

## **25. SECRETARIAL STANDARDS**

The Company has complied with the applicable secretarial standards, i.e. Secretarial Standard-1 (Secretarial Standard on Meeting of Board of Directors) and Secretarial Standard-2 (Secretarial Standard on General Meeting) during the said financial year.

## **26. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT**

The Company has nothing to disclose with respect to demat suspense account/ unclaimed suspense account.

## **27. DISCLOSURE OF ACCOUNTING TREATMENT**

No differential treatment has been followed during the financial year 2022 – 2023 in preparation of the financial statements.

For those statements, the Company cautions that numerous important factors could affect the Company’s actual results and could cause its results to differ materially from those expressed in any such forward-looking statements.

## **28. DIRECTORS’ RESPONSIBILITY STATEMENT**

In terms of Section 134(5) of the Companies Act, 2013 read with Rules made thereunder, as amended from time to time, your Directors hereby state that:

- a) in the preparation of the annual accounts for the FY 2022-23 the applicable accounting standards have been followed and that there are no material departures;
- b) appropriate accounting policies have been selected and applied are consistent and judgments and estimates are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit and loss of the Company for that period;
- c) proper and sufficient care has been taken for the 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 fraud and other irregularities;
- d) the annual accounts for the FY 2022-23 have been prepared on a going concern basis;
- e) adequate internal financial controls have been laid and effectively followed by the Company; and
- f) proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**29. ACKNOWLEDGMENT**

The Board of Directors wishes to place on record its deep sense of appreciation for the committed services by all the employees of the Company at all levels, who, through their hard work, solidarity, co-operation, support, and commitment have enabled the Company to achieve the growth. The Board gratefully acknowledges the support and co-operation extended by the Bankers, Shareholders and other business associates.

**By Order of the Board of Directors  
For Crimson Metal Engineering Company Limited**

Date: July 28, 2023  
Place: Chennai

**Vinay Kumar Goyal  
Managing Director  
DIN: 00134026**

**Chandrakesh Pal  
Whole Time Director  
DIN: 07277936**

**Form No. MR-3**  
**Secretarial Audit Report**

(For the Financial Year ended March 31, 2023)

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**Crimson Metal Engineering Company Limited**  
163/1, Prakasm Road Broadway,  
Chennai-600108, India

We were appointed by the Board of Directors of **Crimson Metal Engineering Company Limited** (hereinafter called "the Company") at the Board Meeting held on May 29, 2023 to conduct the Secretarial Audit for the Financial Year 2022-23.

**A. Management's Responsibility on Secretarial Compliances**

The Company's Management is responsible for preparation and maintenance of the secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

**B. Auditor's Responsibility**

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

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.

**C. Opinion**

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the Company. 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.
2. Based on our verification of the 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, we hereby report that in our opinion, the Company has during the audit period covering the financial period ended on March 31, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and Compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

- I. The Companies Act, 2013 (the Act) and the Rules made thereunder, as applicable;
- II. The Secretarial Standard with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India;
- III. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- IV. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- V. 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~~;
- VI. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;
  - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended;
  - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;
  - d) The Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2009; – **Not applicable as the Company has not issued any security during the financial year under review.**
  - e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 in relation to Employee Stock Option Scheme; – **Not applicable as the Company has not issued any ESOP during the financial year under review.**
  - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; – **Not applicable as the Company has not issued any debt securities during the financial year under review.**
  - g) 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; – **Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review.**

- h) The Securities and Exchange Board of India (Delisting of Equity Shares) regulations, 2009; – **Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review.**
  - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; – **Not applicable as the Company has not buy back its equity shares during the financial year under review.**
3. During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above ***except there is an delay of one (1) day in filing the Financial Statements of the Company under Regulation 33 of SEBI (LODR) Regulation , 2015, BSE has also imposed penalty for the same.***
  4. We have relied on the representation obtained from the management of the Company and based on the report received, except as given in the Auditor’s Report, there has been due compliance with the laws applicable specifically to the Company.
  5. We further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

**D. Based on Information received & records maintained, we further report that:**

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all Directors to schedule the Board Meetings which was sent at least seven days in advance. The agenda and the detailed notes on agenda were also sent before the meeting and 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.
3. Majority decisions are carried out with the requisite majority and the same has been recorded in the minutes, further the dissenting Directors’ views are also captured and recorded as part of the minutes, if any.

4. The Company has proper Board-Processes.

However, there is further scope to improve the systems and processes in the company and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For APAC & Associates LLP  
Company Secretaries**

**Chetan Gupta  
Partner**

**FCS No. 6496**

**CP No.: 7077**

**UDIN: F006496E000701421**

Date: July 28, 2023

Place: Delhi

**This report is to be read with our letter of even date which is annexed as “Annexure A” and forms integral part of this report.**

**Annexure A**

**To,**

**The Members,  
Crimson Metal Engineering Company Limited**  
163/1, Prakasm Road Broadway,  
Chennai-600108, India

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these Secretarial Records based on our audit.
2. We have followed the audit practices and processes as we were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. 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.

**For APAC & Associates LLP  
Company Secretaries**

Date: July 28, 2023  
Place: Delhi

**Chetan Gupta  
Partner  
FCS No. 6496  
CP No.:7077**

## **MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT**

### **OVERVIEW**

This operating and financial review is intended to convey the Management's perspective on the financial and operating performance of the Company as on the close of the Financial Year 2022-23. This Report is to be read in conjunction with the Company's financial statements, the schedules and notes thereto and the other information included elsewhere in the Integrated Report. The Company's financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') complying with the requirements of the Companies Act, 2013 ('Act'), as amended and Regulations issued by the Securities and Exchange Board of India ('SEBI') from time to time.

### **INDUSTRY STRUCTURE AND DEVELOPMENTS.**

Crimson Metal Engineering Company Ltd is in to steel industry. Temporarily, we are not in our main line of business, albeit at low level, due to tough economic environment and will try to resume as situation warrants so.

### **OPPORTUNITIES AND THREATS**

The Company is exploring the revival of the production and marketing of the Company's product and given the competitive nature of the product the final decision for revival may take longer than expected. Currently the time frame estimated is upwards of 24 months.

### **SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE**

The company have been operating in single segment and product viz., manufacture of pipes and recently leased its manufacturing activities for the time being

### **OUTLOOK**

The Company believes that the overall economy is in the revival mode and due to the absence of the company in the segment they were operating they have to catch up a significant lost ground to achieve quick recovery.

### **RISK & CONCERNS**

The main risk to which the company is exposed to is the fluctuation in the Raw material prices and the competition from the various competitors. Company's Enterprise Risk Management (ERM) process has matured over the years and the ERM team is regularly working to make it more effective and robust to cover all areas of business.

The ERM process involves periodic identification of risks which is likely to affect the business adversely, rating the risks on their impact and likelihood, preparation of risk heat map, identification of early warning indicators, estimation of risk velocity, implementation of risk mitigation plans by the risk owners and continuous monitoring of the mitigation plans by the Risk Management Committee of the Board and the Management. Risks are being identified in the areas including sales, supply chain, finance, regulatory approvals, environment, operations, safety, projects, industrial relations, etc. Mitigation strategies and plans have been accordingly developed to manage and mitigate the likelihood and impact of such risks

Adequate management control is in place to ensure quick action on early warnings and to proactively monitor and mitigate all potential risks. A comprehensive risk management strategy act as a

framework for all de-risking and risk mitigation activities undertaken by your company with the fullest involvement of top management professionals.

#### **INTERNAL CONTROL SYSTEM & THEIR ADEQUACY**

The Company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of laws and regulations. The Company regularly monitors that all regulatory guidelines are complied with at all levels.

The Audit Committee constituted by the Board reviews the adequacy of the internal control system.

#### **FINANCIAL AND OPERATIONAL PERFORMANCE**

The financial statements are prepared in compliance with the requirements of the Companies Act and the Indian Accounting Standards (Ind As) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time). The financial statements of the Company for the financial year ended March 31, 2023 are prepared in accordance with the Ind As. Previous year figures have been regrouped/rearranged to make them comparable with figures of current year.

The details of the financial performance of the Company are reflected in the Balance Sheet, Statement of Profit & Loss and other Financial Statements, appearing separately. Highlights are provided below:

<b>Particulars</b>	<b>Year ended March 31, 2023</b>	<b>Year ended March 31, 2022</b>
Total Income	816.96	968.27
Profit before Tax	11.78	10.21
Profit after Tax	32.49	78.87

The financial performance of the Company has been further explained in the Directors' Report of the Company for the Financial Year 2022-23 appearing separately.

#### **HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS**

Management is keen on following the best practices for attracting, retaining and enhancing human resources of the Company. Internal transfer, job rotation and training have been inculcated at different levels of the organization hierarchy to evolve team leaders and managers. The above-mentioned measures will ensure a motivated workforce, promote the ownership and sharing economic growth of the Company.

Competing on the strength of our people, all of us are bonded together by core values of Pride, Integrity, Discipline and Ambition. We thrive in this climate of 'Right People for Right Culture'. Your Company has consciously built an entrepreneurial and empowering culture of 'Results, Not Reasons'. Our culture emphasises on having a workforce that is diverse, agile, eager to learn and driven to succeed.

**STATUTORY COMPLIANCE**

The Managing Director, after obtaining confirmation from all the departments of the Company, makes a periodic declaration regarding the compliance with the provisions of various statutes, applicable to the Company. An enterprise-wide digital compliance management tool has been implemented to help monitor compliance real-time across the organization. Due systems and processes are in place to ensure effectiveness of this tool. The Company Secretary, being the Compliance Officer, ensures compliance with the relevant provisions of the Companies Act, 2013 and SEBI Listing Regulations.

**CAUTIONARY STATEMENT**

The Company has made forward-looking statements in this document that are subject to risks and uncertainties. Forward-looking statements may be identified by their use of words like 'expects', 'believes', 'estimates' or similar expressions. All statements that address expectations or projections about the future, including, but not limited to, statements about Company's strategy for growth, product development, market position, market expenditures, and financial results are forward-looking statements.

**By Order of the Board of Directors  
For Crimson Metal Engineering Company Limited**

Date: July 28, 2023  
Place: Chennai

**Vinay Kumar Goyal**  
Managing Director  
DIN: 00134026

**Chandrakesh Pal**  
Whole Time Director  
DIN: 07277936

## Annexure C

**Form AOC-2**

*(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)*

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

**1. Details of contracts or arrangements or transactions not at arm's length basis**

a.	Name(s) of the related party and nature of the relationship	Nil
b.	Nature of contracts/arrangements/transactions	Nil
c.	Duration of the contracts / arrangements/transactions	Nil
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
e.	Justification for entering into such contracts or arrangements or transactions	Nil
f.	date(s) of approval by the Board	Nil
g.	Amount paid as advances, if any:	Nil
h.	The date on which the resolution was passed in general meeting as required under the first proviso to section 188	NA

**2. Details of material contracts or arrangement or transactions at arm's length basis****A.**

a.	Name(s) of the related party and nature of the relationship	Ganges Internationale Private Limited <i>(Enterprises over which control/significant influence exist of directors or their relatives)</i>
b.	Nature of Contracts/arrangements/transaction	Lease rent Received
d.	Duration of the contracts/arrangements/ transactions	April 01, 2022 to March 31, 2023
e.	Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 550 (in Lakhs)
f.	Date(s) of approval by the Board, if any:	NA
d.	Amount paid as advances, if any:	NA

**B.**

<b>a.</b>	Name(s) of the related party and nature of the relationship	Ganges Internationale Private Limited <i>(Enterprises over which control/significant influence exist of directors or their relatives)</i>
<b>b.</b>	Nature of Contracts/arrangements/transaction	Purchase
<b>d.</b>	Duration of the contracts/arrangements/ transactions	April 01, 2022 to March 31, 2023
<b>e.</b>	Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 266.20 (in Lakhs)
<b>f.</b>	Date(s) of approval by the Board, if any:	NA
<b>d.</b>	Amount paid as advances, if any:	NA

**By Order of the Board of Directors**

**For Crimson Metal Engineering Company Limited**

Date: July 28, 2023  
Place: Chennai

**Vinay Kumar Goyal**  
**Managing Director**  
**DIN: 00134026**

**Chandrakesh Pal**  
**Whole Time Director**  
**DIN: 07277936**

**PARTICULARS OF EMPLOYEES PURSUANT TO THE SECTION 197(12) OF COMPANIES ACT, 2013  
& COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

**A) Disclosures pursuant to rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

Particulars	Disclosure Details				
	Vinay Kumar Goyal	Chandrakesh Pal	Uma Rajaram	Manish Kumar Rai	Prachi Mittal
the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	4.99	1.43	0.59	1	3.88
the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, \ Company Secretary or Manager, if any, in the financial year	N/A	N/A	N/A	N/A	N/A
the percentage increase in the median remuneration of employees in the financial year;	N/A	N/A	N/A	N/A	N/A
the number of permanent employees on the rolls of company	4				
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	N/A				
affirmation that the remuneration is as per the remuneration policy of the company	The Company affirms that the remuneration is as per the remuneration policy of the company				

**B) Disclosures pursuant to rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: Will be sent to the concerned stakeholder on request.**

S. No.	Name of employee	Designation of Employee	Remuneration Received	Nature of Employment	Qualification & Experience of employee	Date of Commencement of employment	Age of employee	Last employment held	% of equity shares held by employee	Whether any such employee is a relative of any director or manager of Company
1	Vinay Kumar Goyal	Managing Director	15,00,000	Permanent	B. Com with 36 years of Experience	01-04-1997	53	N/A	2.72	No
2	Chandra kesh Pal	WTD & CFO	4,31,084	Permanent	BA with 25 years of experience	01-02-2016	45	Ganges Internationale Private Limited	No	No
3	Uma Rajaram	WTD	1,79,663	Permanent	B com with 27 years of Experience	06-09-1995	55	N/A	No	No
4	*Manish Kumar Rai	CS	3,00,336	Permanent	ACS with 20 years of experience	05-12-2018	43	Clutch Auto Limited	No	No
5	Prachi Mittal	CS	11,66,667	Permanent	ACS with 17 years of experience	01-06-2022	38	Astha Finvest Limited	No	No
6	Ramya	Accountant	1,62,442	Permanent	B Com with 3 years of experience	16-08-2022	31	Renault Nissan Automotive India	No	No

					ce			Private Limited		
7	R. Teja	Accountant	80,000	Permanent	B Com with 3 years of experience	03.05.2021	24	Plascare Industries Private Limited	No	No

\* Mr. Manish Kumar Rai has been resigned from the post of Company Secretary and Compliance Officer w.e.f May 31, 2022

\*\* Mr. R. Teja has been resigned from the post of Accountant w.e.f July 28, 2022

**By Order of the Board of Directors**

**For Crimson Metal Engineering Company Limited**

Date: July 28, 2023  
Place: Chennai

**Vinay Kumar Goyal**  
**Managing Director**  
**DIN: 00134026**

**Chandrakesh Pal**  
**Whole Time Director**  
**DIN: 07277936**

**CEO AND CFO CERTIFICATION****To****The Board of Directors  
Crimson Metal Engineering Company Limited**

We, Vinay Kumar Goyal, Managing Director and Chief Executive Officer and Chandrakesh Pal, Chief Financial Officer of the Company, to the best of our Knowledge and belief, certify that:

- a) We have reviewed the financial statements and cash flow statement of Crimson Metal Engineering Company Limited for the financial year ended on 31<sup>st</sup> March, 2023 and to the best of our Knowledge and belief:
  - i) These Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - ii) These Statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) To the best of our Knowledge and belief, no transactions entered into by the Company during the financial year ended on 31<sup>st</sup> March, 2023 are fraudulent, illegal or violate the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- d) We have indicated to the auditors and the audit committee that:
  - i) There has not been any significant change in internal control over financial reporting during the year;
  - ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements.
  - iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.
- e) We further declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct for the financial year ended on 31<sup>st</sup> March, 2023.

Date: July 28, 2023  
Place: Chennai

**Vinay Kumar Goyal**  
**Managing Director**  
**DIN: 00134026**

**Chandrakesh Pal**  
**Whole Time Director**  
**DIN: 07277936**

**INDEPENDENT AUDITOR'S REPORT****TO THE MEMBERS OF CRIMSON METAL ENGINEERING COMPANY LTD****Report on the Standalone Ind AS Financial Statements****Opinion**

We have audited the accompanying standalone financial statements of **CRIMSON METAL ENGINEERING COMPANY LTD** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the Profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone 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 independence requirements that are relevant to our audit of the standalone 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone 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 do not consider any matter to be key audit matter to be communicated in our report for the year under audit.

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

The Company's Board of Directors is responsible for the preparation of 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, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone 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 Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone 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 controls 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 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone 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 standalone 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 I" 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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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 II". 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 standalone financial statements. Refer note 31 to the financial statements.

ii. According to the information and explanations provided to us, the Company did not have any long-term contracts including derivative contracts for which there are any material foreseeable losses.

iii. There has been no delay in transferring 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 any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(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 (a) and (b) above, contain any material misstatement.

v. The Company has not proposed, declared or paid any dividend during the year under audit.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

**For O P BAGLA & CO LLP  
CHARTERED ACCOUNTANTS  
Firm Regn No. 000018N/N500091**

**PLACE : NEW DELHI  
DATED : 29.05.2023**

**(ATUL AGGARWAL)  
PARTNER  
M No. 092656  
UDIN: 23092656BGUFMV5491**

**ANNEXURE- I TO THE INDEPENDENT AUDITOR'S REPORT**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- i) In respect of its fixed assets:
  - a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 

(B) The Company does not own any intangible asset, hence reporting under clause 3(i)(a)(B) of the Order is not applicable.
  - b) As explained to us, fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. As informed to us no material discrepancies were noticed on such physical verification.
  - c) Title deeds In respect of all immovable properties are held in the name of the company.
  - d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
  - (e) As per the information and explanations given to us, 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) (a) The physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate. As per Information and explanation given to us by the company, no discrepancy was noticed on such verification.
 

(b)The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii) The Company has neither made investments in, companies, firms, Limited Liability Partnerships, nor granted unsecured loans or advances in the nature of loans to other parties, during the year, hence reporting under clause 3(iii)(a) to 3(iii)(f) of the Order is not applicable.
- iv) According to the information and explanations given to us, the company has complied with the provisions of Section 185 and 186, wherever applicable, in respect of loans given and investments made by the company. We are informed that the company has not provided any guarantee or security during the year.

- 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) In respect of business activities of the company, maintenance of cost records has not been specified by the Central Government under sub-section (l) of section 148 read with rules framed thereunder of the Companies Act 2013. Hence, reporting under clause 3(vi) of the Order is not applicable.
- vii) a) As per information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. As informed to us there are no outstanding statutory dues in arrears as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- b) We have been informed that following disputed demands have not been deposited on account of pending appeals:

<b>Nature of the dues</b>	<b>Amount of Demand (Rs.)</b>	<b>Amount Paid under Protest (Rs.)</b>	<b>Balance Amount (Rs.)</b>	<b>Forum where appeal is pending</b>
ESI	7.09	-	7.09	ESI Court, Puduchery

- 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) As per Information and explanation 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.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The loan obtained by the company during the year have been applied for the purpose for which the loans were obtained.
- (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) The company does not have Subsidiary or Associates or Joint Venture, hence clause 3(ix)(e) & (f) of the order are not applicable.

x)(a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(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 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) According to the information and explanations given to us by the management, no whistle blower complaints have been received by the Company during the year (and upto the date of this report).

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) As per Information and explanation given to us, the group does not have any core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016).

- xvii) The Company has not incurred any cash losses during the financial year under audit or during 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) According to the information and explanations given to us by the management, and in our opinion, the provisions of Section 135 of the Companies Act 2013 are not applicable to the company under audit, accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable for the year.
- xxi) No reporting under clause 3(xxi) of the order is done as the clause is applicable to Consolidated Financial Statements only.

**For O P BAGLA & CO LLP  
CHARTERED ACCOUNTANTS  
Firm Regn No. 000018N/N500091**

**PLACE : NEW DELHI  
DATED : 29.05.2023**

**(ATUL AGGARWAL)  
PARTNER  
M No. 092656  
UDIN: 23092656BGUFMV5491**

**ANNEXURE- II TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

We have audited the internal financial controls over financial reporting of **CRIMSON METAL ENGINEERING COMPANY LTD** ("the Company") as of 31<sup>st</sup> March 2023

In conjunction with our audit of the standalone Ind AS 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. 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 Institute of Chartered Accountants of India. 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 I/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, 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<sup>st</sup> 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 Institute of Chartered Accountants of India.

**For O P BAGLA & CO LLP**  
**CHARTERED ACCOUNTANTS**  
**Firm Regn No. 000018N/N500091**

**PLACE : NEW DELHI**  
**DATED : 29.05.2023**

**(ATUL AGGARWAL)**  
**PARTNER**  
**M No. 092656**  
**UDIN: 23092656BGUFMV5491**

## CRIMSON METAL ENGINEERING COMPANY LTD

## Balance Sheet as at March 31, 2023

(All amounts in ₹ Lakhs unless otherwise stated)

	Note No.	As at March 31, 2023	As at March 31, 2022
<b>Assets</b>			
<b>Non-current assets</b>			
a) Property, plant and equipment	3 (a)	2,304.16	2,302.86
b) Capital work in progress	3 (b)	245.77	86.83
c) Financial assets			
i) Other financial assets	4(a)	95.93	86.35
d) Other non current assets	5	-	80.45
e) Deferred tax Assets/ (Liability) (net)	6	30.97	10.19
<b>Total non-current assets</b>		<b>2,676.83</b>	<b>2,566.67</b>
<b>Current assets</b>			
a) Inventories	7	122.03	122.03
b) Financial assets			
i) Trade receivables	8(a)	386.81	867.74
ii) Cash & cash equivalent	8(b)	10.87	39.22
c) Other current assets	9	126.41	36.36
<b>Total current assets</b>		<b>646.12</b>	<b>1,065.34</b>
<b>Total assets</b>		<b>3,322.95</b>	<b>3,632.02</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
a) Equity share capital	10	442.82	442.82
b) Other equity	11	236.78	204.52
<b>Total equity</b>		<b>679.60</b>	<b>647.34</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
a) Financial liabilities			
i) Borrowings	12	1,660.01	2,116.36
ii) Other financial liabilities	13	125.00	125.00
b) Provisions	14	2.67	3.41
<b>Total non-current liabilities</b>		<b>1,787.68</b>	<b>2,244.76</b>
<b>Current liabilities</b>			
a) Financial liabilities			
i) Borrowings	15(a)	691.96	591.45
ii) Trade payables	15(b)		
-Total Outstanding dues to Micro Enterprises and small enterprises	15(b)	0.86	6.62
-Total Outstanding dues of creditors other than Micro Enterprises and small enterprises'	15(b)	125.30	98.02
b) Provisions	16	0.06	0.04
c) Other current liabilities	17	37.49	43.78
<b>Total current liabilities</b>		<b>855.67</b>	<b>739.92</b>
<b>Total equity &amp; liabilities</b>		<b>3,322.95</b>	<b>3,632.02</b>
<b>Significant accounting policies</b>	1 & 2		

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date annexed

For O P BAGLA &amp; CO LLP

CHARTERED ACCOUNTANTS

FRN.000018N/N500091

VINAY

COMPANY SECRETARY

M. No. A70939

PLACE : Chennai  
DATED : July 28, 2023(ATUL AGGARWAL)  
PARTNER  
M.No. 092656VINAY GOYAL  
MANAGING DIRECTOR  
DIN:00134026CHANDRAKESH PAL  
WHOLE TIME DIRECTOR  
DIN:07277936

**CRIMSON METAL ENGINEERING COMPANY LTD**  
**Statement of Profit and Loss for the year ended March 31, 2023**  
*(All amounts in ₹ Lakhs unless otherwise stated)*

Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Income</b>			
Revenue from operations	18	816.20	963.18
Other income	19	0.76	5.10
<b>Total income</b>		<b>816.95</b>	<b>968.27</b>
<b>Expenses</b>			
Purchases		266.20	333.18
Employee benefit expenses	20	37.67	60.88
Finance costs	21	226.14	295.47
Depreciation and amortization expense	22	168.70	168.17
Other expenses	23	106.47	100.36
<b>Total expenses</b>		<b>805.17</b>	<b>958.06</b>
<b>Profit before exceptional items &amp; tax</b>		<b>11.78</b>	10.21
<b>Exceptional items</b>			
Depreciation of earlier years		-	-
<b>Profit before tax</b>		<b>11.78</b>	10.21
<b>Tax expenses</b>			
<b>Current tax</b>			
Current year		-	-
Adjustment of earlier year		-	(0.86)
<b>Deferred Tax</b>			
Current year		(20.71)	(67.80)
<b>Profit for the year After Tax (A)</b>		<b>32.49</b>	78.87
<b>Other comprehensive income</b>			
Remeasurement of post employment benefits		(0.30)	(0.34)
		(0.30)	(0.34)
Less: Deferred tax on above		(0.07)	(0.08)
<b>Net Other comprehensive income (B)</b>		<b>(0.22)</b>	(0.25)
<b>Total comprehensive income (A + B)</b>		<b>32.26</b>	78.62
<b>Earning per share (Basic / Diluted) ( Rs.)</b>		<b>0.73</b>	1.78

Significant accounting policies

1 & 2

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date annexed  
For O P BAGLA & CO LLP  
CHARTERED ACCOUNTANTS  
FRN.000018N/N500091

VINAY  
COMPANY SECRETARY  
M. No. A70939

PLACE : Chennai  
DATED : July 28, 2023

(ATUL AGGARWAL)  
PARTNER  
M.No. 092656

VINAY GOYAL  
MANAGING DIRECTOR  
DIN:00134026

CHANDRAKESH PAL  
WHOLE TIME DIRECTOR  
DIN:07277936

**CRIMSON METAL ENGINEERING COMPANY LTD****Cash flow statement for the year ended March 31, 2023***(All amounts in ₹ Lakhs unless otherwise stated)*

	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>A. Cash flow from operating activities</b>		
Net Profit before tax and extra ordinary items	11.78	10.21
<u>Adjustment for :</u>		
Depreciation	168.70	168.17
Interest paid	226.14	295.47
Other comprehensive income	(0.30)	(0.34)
Interest received	(0.76)	(5.10)
	<u>393.79</u>	458.20
<b>Operating profit before working capital facilities</b>	<u>405.57</u>	468.43
Adjustment for :		
Trade & other receivable	461.74	179.44
Inventories	-	-
Trade payable	14.51	(72.78)
	<u>476.25</u>	106.66
<b>Cash generated from operation</b>	<u>881.82</u>	575.09
Interest paid	(226.14)	(295.47)
Direct taxes paid	-	0.86
	<u>(226.14)</u>	(294.62)
<b>Net cash flow from operating activities</b>	<u>655.68</u>	280.47
<b>B. Cash flow from investing activities</b>		
Purchase of fixed assets	(170.00)	-
Capital work in process	(158.94)	(86.83)
Interest received	0.76	5.10
	<u>(328.19)</u>	(81.73)
<b>Net cash used in investing activities</b>	<u>(328.19)</u>	(81.73)
<b>C. Cash flow from financing activities</b>		
Proceeds from long term borrowings	(456.35)	(111.88)
Proceeds from short term borrowings	100.50	(81.81)
	<u>(355.84)</u>	(193.69)
<b>Net cash used in financing activities</b>	<u>(355.84)</u>	(193.69)
<b>Net cash increase/decrease in cash &amp; cash equivalents</b>	<u>(28.35)</u>	5.05
<b>Cash &amp; cash equivalent opening</b>	39.22	34.17
<b>Cash &amp; cash equivalent closing</b>	10.87	39.22

Note - The above cash flow statement has been prepared in accordance with the 'Indirect method' as set out in Indian Accounting Standard - 7 on 'Statement of Cash Flows' as specified in Companies (Indian Accounting Standard) Amendment Rules, 2016.

In terms of our report of even date annexed

For O P BAGLA & CO LLP  
CHARTERED ACCOUNTANTS  
FRN.000018N/N500091

VINAY  
COMPANY SECRETARY  
M. No. A70939

(ATUL AGGARWAL)

VINAY GOYAL  
MANAGING DIRECTOR  
DIN:00134026

CHANDRAKESH PAL  
WHOLE TIME DIRECTOR  
DIN:07277936

PLACE : Chennai  
DATED : July 28, 2023

PARTNER  
M.No. 092656

CRIMSON METAL ENGINEERING COMPANY LTD  
Statement of changes in equity for the year ended March 31, 2023  
(All amounts in ₹ Lakhs unless otherwise stated)

I) Equity share capital	Amounts
Balance as at March 31, 2021	442.82
Changes in equity share capital during the year	-
Balance as at March 31, 2022	442.82
Changes in equity share capital during the year	-
Balance as at March 31, 2023	442.82

II) Other equity  
For the year ended March 31, 2022

Particulars	Reserve & Surplus		Other Comprehensive Income		Total
	Retained earnings	Security Preimum	Remeasurement gains/losses on defined employment benefit	Fair Value Through Other Comprehensive Income	
As at April 1, 2020	30.19	95.71	-	-	125.90
Profit / Loss for the year	78.87	-	-	-	78.87
Other comprehensive income	-	-	(0.25)	-	(0.25)
As at March 31, 2021	109.06	95.71	(0.25)	-	204.52

For the year ended March 31, 2022

Particulars	Reserve & Surplus		Other Comprehensive Income		Total
	Retained earnings	Capital Reserves	Remeasurement gains/losses on defined employment benefit	Fair Value Through Other Comprehensive Income	
As at April 1, 2021	109.06	95.71	(0.25)	-	204.52
Profit / Loss for the year	32.48	-	-	-	32.48
Other comprehensive income	-	-	(0.22)	-	(0.22)
As at March 31, 2022	141.53	95.71	(0.47)	-	236.78

In terms of our report of even date annexed  
For O P BAGLA & CO LLP  
CHARTERED ACCOUNTANTS  
FRN.000018N/N500091

VINAY  
COMPANY SECRETARY  
M. No. A70939

PLACE : Chennai  
DATED : July 28, 2023

(ATUL AGGARWAL)  
PARTNER  
M.No. 092656

VINAY GOYAL  
MANAGING DIRECTOR  
DIN:00134026

CHANDRAKESH PAL  
WHOLE TIME DIRECTOR  
DIN:07277936

**NOTES TO ACCOUNTS****CRIMSON METAL ENGINEERING COMPANY LTD****1. Corporate Information**

**CRIMSON METAL ENGINEERING COMPANY LTD** ('the Company') was incorporated on 15.02.1985. Company is currently engaged in trading of goods & leasing. Crimson Metal Engineering Company Limited's registered office address is 163/1, Prakash Road, Broadway, Chennai-.600108

The financial statements of the company for the year ended 31st March 2023 were authorized for issue in accordance with a resolution of the directors on 29<sup>th</sup> May 2023.

**2. Significant Accounting Policies****2.1 Basis of preparation****(i) Compliance with Ind AS-**

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements are presented in INR and all values are rounded to the nearest Lakhs (INR 00,000), except when otherwise indicated.

**(ii) Historical cost convention-**

The financial statements have been prepared on a historical cost basis, except for:

- a) Certain financial assets & liabilities (including derivative instruments) and contingent consideration that are measured at fair value.
- b) Assets held for sale have been measured at fair value less cost to sell
- c) Defined benefit plans – plan assets measured at fair value.

**2.2 Current versus non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

➤ An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle of the Company
- Held primarily for the purpose of trading

- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

➤ A liability is treated as current when:

- It is expected to be settled in normal operating cycle of the Company
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months from the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

***Deferred tax assets and liabilities are classified as non-current assets and liabilities.*** The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

### 2.3 Revenue recognition

The Company has adopted Ind AS 115, 'Revenue from Contracts with Customers' using cumulative effect approach. Under Ind AS 115, revenue is recognized upon transfer of control of promised goods or services to customers at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price allocated to that performance obligation as per contractually agreed terms with the customers. The transaction price of goods sold and services rendered is net of various discounts and schemes offered by the Company as part of the contract. Revenue is recorded provided the recovery of consideration is probable and determinable. Revenue from sale of goods and services transferred to distributors/ intermediaries are recognized at a point in time.

#### **a) Sale of goods:**

Revenue from the sale of manufactured and traded goods products is recognized upon transfer of control of products to the customers which coincides with their delivery to customer and is measured at fair value of consideration received/receivable, net of discounts, amount collected on behalf of third parties and applicable taxes.

#### **b) Interest:**

Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable. For all debt instruments measured at amortized cost, interest income is recorded using the effective interest rate ("EIR"). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial assets. Interest income is included in other income in the Statement of Profit and Loss.

**c) Dividends:**

Dividend is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

**d) Commission:**

Commission income is recognized rateably over the contract period as per the agreed contractual terms.

**e) Services rendered:**

Revenue from service related activities including management and technical know-how service is recognized as and when services are rendered and on the basis of contractual terms with the parties.

**f) Other Operating revenues**

Rental Income arising from operating leases on investment properties is accounted for on a straight line basis over the lease term and is included in revenue in the Statement of Profit and Loss due to its operating nature.

**2.4 Investment Property****(i) Recognition and measurement**

Investment Property comprise of Freehold Land and Building.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Consolidated Statement of Profit and Loss in the period of derecognition.

**(ii) Depreciation**

Depreciation on Buildings classified as Investment Property is provided, under the Straight Line Method, pro rata to the period of use, based on useful lives specified in Schedule II to the Companies Act, 2013.

**2.5 Taxes**

- a) The income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate as per the Income tax Act, 1961 adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.
- b) The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting year. Management periodically evaluates positions taken in tax returns with

respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

- c) Deferred income tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.
- d) Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Therefore, in the case of a history of recent losses, the Company recognises the deferred tax asset to the extent that it has sufficient taxable temporary differences or there is convincing other evidences that sufficient taxable profit will be available against which such deferred tax can be realised.
- e) Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.
- f) Current and deferred tax is recognised in the Statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity and in this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

## 2.6 Property, plant and equipment

a) Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the assets. Cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

b) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of profit and loss during the reporting year in which they are incurred.

*(c) Depreciation methods, estimated useful lives and residual value-*

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives.

The useful lives have been determined based on those specified by Schedule II to the Companies Act; 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting year.

(d) An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

(e) Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of profit and loss within other gains/ (losses).

## 2.7 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Subsequent to initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting year. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis. 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 or loss when the asset is derecognised.

## 2.8 Leases

Ind AS 116 supersedes Ind AS 17, Leases including appendices thereto. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessee to record all leases on the balance sheet with exemptions available for low value and short term leases. At the commencement of a lease, a lessee recognises lease liability and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessee subsequently reduces the lease liability when paid and recognises depreciation on the right-of-use asset. Lessee is required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. The standard has no impact on the actual cash flows of the company.

## 2.9 Inventories

Raw materials and stores & spares are stated at cost (FIFO bases), work in progress are stated at estimated cost, finished goods are stated at the lower of cost and net realisable value & material in transit are stated at direct cost.

Cost of raw materials and traded goods comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of

inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

## **2.10 Impairment of non-financial assets**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

## **2.11 Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, 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. When the Entity expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

## 2.12 Employee Benefits

### (i) Short-term obligations-

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting year and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

### (ii) Post-employment obligations-

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity; and
- (b) Defined contribution plans such as provident fund and ESI.

#### Gratuity obligations-

The liability or asset recognised in the balance sheet in respect of defined benefit plan is the present value of the defined benefit obligation at the end of the reporting year less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting year on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

#### Defined contribution plans-

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

## 2.13 Investments and Other financial assets

**(i) Classification-**

The Company classifies its financial assets in the following measurement categories:

Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.

For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

**(ii) Measurement-**

At initial recognition, the Company measures a financial asset at its fair value, in the case of a financial asset is not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

**(a) Debt instruments-**

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

**Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses).

Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

**(b) Equity instruments-**

The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

**(iv) Derecognition of financial assets-**

A financial asset is derecognised only when:

The Company has transferred the rights to receive cash flows from the financial asset or, retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

**(v) Income recognition-**

**a) Interest income:**

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

**b) Dividends:**

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

**2.14 Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

**2.15 Trade and other payables**

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per the credit terms.

**2.16 Trade receivables**

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment.

**2.17 Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. Accordingly, segmental reporting is performed on the basis of geographical location of customer which is also used by the chief financial decision maker of the company for allocation of available resources and future prospects.

**2.18 Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

**2.19 Foreign currency translation or transaction**

(i) Functional and presentation currency:

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is entity's functional and presentation currency.

(ii) Transactions and balances:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such

transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in statement of profit and loss. Foreign exchange gain/loss on restatement of foreign currency loans taken for specific fixed assets are capitalized along with cost of respective fixed asset.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses) Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised in other comprehensive income.

## **2.20 Financial liabilities**

### ***Initial recognition and measurement:***

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

### ***Subsequent measurement-***

The measurement of financial liabilities depends on their classification, as described below:

#### **(a) Financial liabilities at fair value through profit or loss-**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

#### **(b) Loans and borrowings-**

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method.

Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

## 2.21 Contingencies

Contingent liabilities are possible obligations whose existence will be confirmed only on the occurrence or non-occurrence of uncertain future events outside the Company's control, or present obligations that are not recognised because of the following: (a) It is not probable that an outflow of economic benefits will be required to settle the obligation; or (b) the amount cannot be measured reliably.

Contingent liabilities are not recognised but are disclosed and described in the notes to the financial statements, including an estimate of their potential financial effect and uncertainties relating to the amount or timing of any outflow, unless the possibility of settlement is remote.

Contingent assets are possible assets whose existence will be confirmed only on the occurrence or non-occurrence of uncertain future events outside the Company's control. Contingent assets are not recognised. When the realisation of income is virtually certain, the related asset is not a contingent asset; it is recognised as an asset.

Contingent assets are disclosed and described in the notes to the financial statements, including an estimate of their potential financial effect if the inflow of economic benefits is probable.

## 2.22 Government Grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

## 2.23 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities at the date of the financial statements. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

In particular, the Company has identified the following areas where significant judgements, estimates and assumptions are required. Further information on each of these areas and how they impact the various accounting policies are described below and also in the relevant notes to the financial statements. Changes in estimates are accounted for prospectively.

### Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements:

**Contingencies**

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal, contractor, land access and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgments and the use of estimates regarding the outcome of future events.

**Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

**(a) Impairment of non-financial assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

**(b) Defined benefit 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.

**(c) Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the NAV model.

Financial assets like security deposits received and security deposits paid, has been classified and measured at amortised cost on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Government corporate bond rate has been used to fair value the security deposits at amortised cost.

Financial liability like long term borrowings received, has been classified and measured at amortised cost on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Average market borrowing rate has been used to fair value the long term loan at amortised cost.

## CRIMSON METAL ENGINEERING COMPANY LTD

Notes of the financial statements for the year ended March 31, 2023

(All amounts in ₹ Lakhs unless otherwise stated)

3 (a)

Property, plant and equipment

	Tangible Asset								
	Land	Building	Plant & Machinery	Tools and equipments	Office Equipment	Furniture & fittings	Vehicles	Computer	Total Tangible Assets
<b>Gross Carrying Value</b>									
<b>As 1 April 2021</b>	24.29	1,616.34	2,461.76	51.64	40.53	43.03	30.17	49.50	4,317.26
Additions	-	-	-	-	-	-	-	-	-
Disposal	-	-	-	-	-	-	-	-	-
<b>As 31 March 2022</b>	24.29	1,616.34	2,461.76	51.64	40.53	43.03	30.17	49.50	4,317.26
Additions	-	86.90	83.10	-	-	-	-	-	170.00
Disposal	-	-	-	-	-	-	-	-	-
<b>As 31 March 2023</b>	24.29	1,703.24	2,544.86	51.64	40.53	43.03	30.17	49.50	4,487.26
<b>Depreciation and impairment</b>									
<b>As 1 April 2021</b>	-	507.14	1,133.83	49.06	38.49	40.88	30.17	46.67	1,846.23
Additions		51.24	116.93						168.17
Disposal									-
<b>As 31 March 2022</b>	-	558.37	1,250.76	49.06	38.49	40.88	30.17	46.67	2,014.40
Additions		51.76	116.94	-	-	-	-	-	168.70
Disposal				-	-	-	-	-	-
<b>As 31 March 2023</b>	-	610.13	1,367.71	49.06	38.49	40.88	30.17	46.67	2,183.10
<b>Net Carrying value</b>									
<b>31 March 2022</b>	24.29	1,057.97	1,211.00	2.58	2.04	2.15	-	2.83	2,302.86
<b>31 March 2023</b>	24.29	1,093.11	1,177.16	2.58	2.04	2.15	-	2.83	2,304.16

**CRIMSON METAL ENGINEERING COMPANY LTD****Notes of the financial statements for the year ended March 31, 2023***(All amounts in ₹ Lakhs unless otherwise stated)***3 (b) Capital work in progress**

Description	April 1, 2022	Additions	Adjustments	Capitalised	March 31, 2023
Plant Building	41.12	108.33	-	85.54	63.91
Plant and Machinery	45.71	218.65		82.50	181.86
<b>Current Year</b>	<b>86.83</b>	<b>326.98</b>	<b>-</b>	<b>168.04</b>	<b>245.77</b>
<b>Previous year</b>	<b>-</b>	<b>86.83</b>	<b>-</b>	<b>-</b>	<b>86.83</b>

**Ageing of CWIP**

As at March 31, 2022

Capital Work In Progress	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)Projects in progress	86.83	-	-	-	86.83
(ii)Projects temporarily suspended	-	-	-	-	-

As at March 31, 2023

Capital Work In Progress	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)Projects in progress	245.77	-	-	-	245.77
(ii)Projects temporarily suspended	-	-	-	-	-

## CRIMSON METAL ENGINEERING COMPANY LTD

## Notes of the financial statements for the year ended March 31, 2023

(All amounts In ₹ Lakhs unless otherwise stated)

PARTICULARS	As at Mar 31, 2023	As at March 31, 2022
<b>4 Financial assets</b>		
<b>4(a) Other financial assets</b>		
Security deposits	49.35	50.92
Other Deposits	9.74	9.74
Bank deposits with more than one year maturity (Lien Marked)	3.94	3.94
Income Tax Advance	32.89	21.75
	<b>95.93</b>	<b>86.35</b>
<b>5 Other Non current assets</b>		
Capital Advance	-	80.45
<b>TOTAL</b>	<b>-</b>	<b>80.45</b>
<b>6 Deferred tax assets /(liabilities) (Net)</b>		
As at beginning of the year	10.19	(57.69)
Adjustment during the year	20.71	67.80
Adjustments due to Ind AS	0.07	0.08
<b>NET</b>	<b>30.97</b>	<b>10.19</b>
<b>7 Inventories</b>		
(As certified by the management)		
<b>Raw material</b>		
Stores, spares & other materials	122.03	122.03
<b>TOTAL</b>	<b>122.03</b>	<b>122.03</b>

## CRIMSON METAL ENGINEERING COMPANY LTD

Notes of the financial statements for the year ended March 31, 2023

(All amounts In ₹ Lakhs unless otherwise stated)

PARTICULARS	As at	As at
	March 31, 2023	March 31, 2022
<b>8 Financial assets</b>		
<b>8(a) Trade receivables</b>		
Considered Good - unsecured	386.81	867.74
	<u>386.81</u>	<u>867.74</u>
Less: Provision for expected credit losses on trade receivables	-	-
<b>TOTAL</b>	<b>386.81</b>	<b>867.74</b>

## Ageing of Trade Receivables

As at 'March 31, 2022

Particulars	Outstanding for following periods from due date of payment (if							Total
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	-	-	867.74	-	-	-	-	867.74
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-

As at 'March 31, 2023

Particulars	Outstanding for following periods from due date of payment (if							Total
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	-	-	386.72	0.09	-	-	-	386.81
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-

**8(b) Cash and cash equivalents**

<b>Balance with banks</b>		
In Current Accounts	9.80	38.21
Cash on hand	1.07	1.02
<b>TOTAL</b>	<b>10.87</b>	<b>39.22</b>

For the purpose of statement of cash flow, cash and cash equivalent comprises of the following:

In Current Accounts	9.80	38.21
Cash on hand	1.07	1.02
	<b>10.87</b>	<b>39.21</b>

**9 Other current assets**

(Unsecured considered good by the management)

Prepaid expenses	8.85	1.01
Staff Imprest	0.53	0.41
Amount recoverable	17.95	-
Advances to Suppliers, Contractors & Others	24.28	1.96
Balance with ESI Authorities	6.56	7.88
Balance with GST Authorities	4.17	-
Balance With Sale Tax Authorities	7.63	7.63
Income Tax Advances	56.44	17.48
<b>TOTAL</b>	<b>126.41</b>	<b>36.36</b>

**10 Share capital****Authorised share capital**

a 98,50,000 ( 31/03/2022 : 98,50,000) Equity Shares of par value of Rs. 10/-	985.00	985.00
b 15,000 ( 31/03/2022 : 15,000) Preference Shares of par value of Rs. 100/-	15.00	15.00
	<b>1,000.00</b>	<b>1,000.00</b>

**Issued, subscribed & paid up**

44,28,207 ( 31/03/2022 : 44,28,207 ) Equity Shares of par value of Rs. 10/-	442.82	442.82
<b>TOTAL</b>	<b>442.82</b>	<b>442.82</b>

a) The reconciliation of number of shares outstanding as at the opening and closing dates is set out below:

**Equity share capital**

	March 31, 2023	March 31, 2022
No. of Shares outstanding at the beginning of the year	4,428,207	4,428,207
No. of Shares outstanding at the end of the year	4,428,207	4,428,207

b) The company has only one class of equity shares having a par value of Rs. 10/- each. The holders of the equity shares are entitled to receive dividends as declared from time to time, and are entitled to voting rights proportionate to their share holding at the meetings of shareholders.

c) There is no holding company of the company.

d) Following Shareholders hold shares more than 5% of the total equity shares of the company at the end of the year:

Name of the shareholder	March 31, 2023	March 31, 2022
Janarthanan	31.45%(1392857 shares)	31.45%(1392857 shares)
Prem Chand Goyal	10.15%(449568 shares)	10.15%(449568 shares)
Sunil Kumar Goyal	5.67%(250868 shares)	5.67%(250868 shares)

e) The company has not issued any bonus shares during the period of last 5 years.

f) Promoter's Shareholding- Equity

Shares held by promoters at the end of the year				% Change during the year (With respect to beginning of the year)
S. No	Promoter name	No. of Shares	% of total shares	
1	PREM CHAND GOYAL	449,568	10.15	-
2	SUNIL KUMAR GOYAL	250,868	5.67	-
3	VINAY KUMAR GOYAL	120,572	2.72	-
4	VINAY GOYAL HUF	112,386	2.54	-
5	DEEPIKA GOYAL	87,412	1.97	-
6	SUNIL KUMAR & SONS	81,119	1.83	-
7	ANVITA GOYAL SAHUWALA	49,949	1.13	-
8	PRAGYAN GOYAL SAHUWALA	49,949	1.13	-
9	YASHOMATI GOYAL SAHUWALA	49,949	1.13	-
10	ARPIT GOYAL SAHUWALA	49,949	1.13	-
11	ISHHANI GOYAL	49,949	1.13	-
12	AAYUSHMAN GOYAL SAHUWALA	49,949	1.13	-
13	SEJAL GOYAL	49,949	1.13	-
14	SHAKUNTALA DEVI	4,560	0.10	-
15	ANURADHA GOYAL	320	0.01	-
16	HINA DEVI GOYAL	144,038	3.25	-
17	NITIN GOYAL HUF	160	0.00	-
18	SUNIL GOYAL TRUST	81,119	1.83	-
19	VINAY GOYAL TRUST	112,386	2.54	-
20	NITIN GOYAL TRUST	160	0.00	-
21	PREMCHAND GOYAL TRUST	131,119	2.96	-

#### 11 Other equity

##### Reserve & surplus

##### Surplus

As per Last balance Sheet	108.81	30.19
Add: Net Profit after Tax	32.49	78.87
Remeasurement gains/losses on OCI	(0.22)	(0.25)
<b>Sub total</b>	<b>141.08</b>	<b>108.81</b>

##### Security Premium

Balance B/F	95.71	95.71
<b>Sub total</b>	<b>95.71</b>	<b>95.71</b>

<b>Total</b>	<b>236.78</b>	<b>204.52</b>
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#### 12 Financial liabilities

##### 12 Borrowings

##### Rupee Loans From Banks

-Secured Gross	2,341.88	2,697.72
Less: Current Maturity of Long Term Debts	(681.87)	(581.36)

<b>TOTAL</b>	<b>1,660.01</b>	<b>2,116.36</b>
--------------	-----------------	-----------------

- 1 Term Loans from Bank of Ceylon are secured against Hypothecation of machineries in the factory premises of the company situated at Pondichery and Mortgage over Land and Building of lease hold property for 99 years (started from 20.08.1986) situated at Plot No A-73 to A- 78, B-73 to B-79, B-80 to 8-86, B- 89 to B-95, B-98 to B- 104 including road area between plots A-73 to A- 78,8-'13 to B-79, B-80 to 8-86, B- 89 to B-95, Pondicherry Industrial Promotion Development & Investment Corporation (PIPDIC) Industrial Estate, Sedarpet, Commune Panchayat of Villianur, Mailam Road, Puduchery - 605 111 and containing an extent of 6.971 Acres or 28,224 square metre approximately and on the personal guarantee of Vinay kumar Goyal promoter & managing director of the company.

<b>Term loans</b>	<b>ROI</b>	<b>Installments</b>	<b>Date of Last Installment</b>
Bank Of Ceylon - TL Capex	9.25%	<b>7,93,985</b>	February 2026
Bank Of Ceylon Termloan 7580077313	9.25%	<b>5,28,172</b>	August 2027
Bank Of Ceylon Tern Loan 7580076948	9.25%	<b>14,46,742</b>	August 2027
Bank Of Ceylon- Covid Loans	9.25%	<b>15,44,745</b>	March 2024
Bank Of Ceylon Term Loan	9.25%	<b>21,18,793</b>	December 2025
Bank Of Ceylon Term Loan-758078230	9.25%	<b>6,48,650</b>	November 2025

2 There has been no continuing default on the balance sheet date in repayment of loan and interest thereon.

3 The company has used the borrowing from bank for the specific purpose for which it was taken.

4 The company has registered/ satisfied all the charges whenever required with registrar of the companies within the statutory period.

#### 13 Other Financial liabilities

Deposits received	<b>125.00</b>	125.00
<b>TOTAL</b>	<b>125.00</b>	<b>125.00</b>

#### 14 Provisions

Provision for gratuity obligation (Long Term)		
As per last balance sheet	<b>3.41</b>	2.38
Addition/(deduction) during the year	<b>0.86</b>	1.02
Paid during the year	<b>1.59</b>	-
<b>TOTAL</b>	<b>2.67</b>	<b>3.41</b>

#### 15 Financial liabilities

##### 15(a) Borrowings

#### Current maturities of long term debts

Rupee Loans From Banks (Secured)	<b>681.87</b>	581.36
<b>From others</b>		
From a Director (Interest Free)	<b>10.09</b>	10.09
<b>TOTAL</b>	<b>691.96</b>	<b>591.45</b>

CRIMSON METAL ENGINEERING COMPANY LTD  
 Notes of the financial statements for the year ended March 31, 2023  
 (All amounts in ₹ Lakhs unless otherwise stated)

1,00,000

PARTICULARS	As at	As at	As at	As at	As at	As at	As at
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2022
<b>15(b) Trade payables</b>							
<b>DUES TO MICRO AND SMALL ENTERPRISES (as per the intimation received from vendors)</b>							
a Principal and interest amount remaining unpaid	0.86	6.62	85,904.00	6,62,236.00		85,904.00	6,62,236.00
b Interest due thereon remaining unpaid -- Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day	-	-	-	-			
d Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-	-	-			
e Interest accrued and remaining unpaid 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 enterprises	-	-	-	-			
Other trade payables	125.30	98.02	1,25,29,933.79	98,01,882.10		1,25,29,933.79	98,01,882.10
<b>TOTAL</b>	<b>126.16</b>	<b>104.64</b>	<b>1,26,15,837.79</b>	<b>1,04,64,118.10</b>	-	<b>1,26,15,837.79</b>	<b>1,04,64,118.10</b>

Ageing of Trade Payables

As at 'March 31, 2022

Particulars	Outstanding for following periods from due date of payment (if payment date not available then date of transaction)					Total
	Not due	Less than 1 year	1 to 2 years	2-3 year	More than 3 years	
(i)MSME	0.17	6.45	-	-	-	6.62
(ii)Others	16.89	44.81	25.20	11	-	98.02
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-

(0.00)

As at 'March 31, 2023

Particulars	Outstanding for following periods from due date of payment (if payment date not available then date of transaction)					Total
	Not due	Less than 1 year	1 to 2 years	2-3 year	More than 3 years	
(i)MSME		0.86	-	-	-	0.86
(ii)Others	63.86	-	26.10	25.20	10.14	125.30
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-

0.00

(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-

As at 'March 31, 2023

Particulars	Outstanding for following periods from due date of payment (if					
	Not due	Less than 1 year	1 to 2 years	2-3 years	More than 3 years	Total
(i)MSME		0.86	-			0.86
(ii)Others	63.86		26.10	25.20	10.14	125.30
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-

**16 Provisions**

Provision for gratuity obligation (Short Term)

As per last balance sheet

**0.04**

0.03

Additions/ (deduction) during the year

**0.02**

0.02

**TOTAL****0.06**

0.04

**17 Other Current liabilities**

Statutory Dues Payable

**3.14**

22.10

Due to Customers

**34.35**

21.68

**TOTAL****37.49**

43.78

## CRIMSON METAL ENGINEERING COMPANY LTD

## Notes of the financial statements for the year ended March 31, 2023

(All amounts in ₹ Lakhs unless otherwise stated)

PARTICULARS	For the year ended	For the year ended
	March 31, 2023	March 31, 2022
<b>18 Revenue from operations</b>		
<b>Traded Goods</b>		
Sale of Scrap	266.20	333.18
	266.20	333.18
<b>Other operating revenue</b>		
Lease Rental Income	550.00	630.00
	550.00	630.00
<b>TOTAL</b>	<b>816.20</b>	<b>963.18</b>

## Disclosure on revenue pursuant to Ind AS 115- Revenue from contract with customers:

## A. Reconciliation of revenue recognized with the contracted price:

Particulars	Year ended 31-Mar-23	Year ended 31-Mar-22
Gross revenue	816.20	963.18
Less: Discounts and rebates	-	-
Revenue from contracts with customers	816.20	963.18

## B. Contract balances:

The following table provides information about receivables and contract liabilities from contract with customers:

## Receivables

Particulars	Year ended 31-Mar-23	Year ended 31-Mar-22
Trade receivables	386.81	867.74
Less: Allowances for expected credit loss	-	-
Net receivables	386.81	867.74

## Contract liabilities

Particulars	Year ended 31-Mar-23	Year ended 31-Mar-22
Advance from customers	34.35	21.68
	34.35	21.68

## C.

Contract asset is the right to consideration in exchange for goods or services transferred to the customer.

Contract liabilities are on account of the advance payment received from customer for which performance obligation has not yet been completed.

**D. Changes in the contract liabilities balances during the year are as follows:**

Particulars	Year ended 31-Mar-23	Year ended 31-Mar-22
Balance at the beginning of the year	21.68	72.63
Addition during the year	828.87	912.22
Revenue recognised during the year	(816.20)	(963.18)
	34.35	21.68

**19 Other income**

Interest Received	0.76	5.10
<b>TOTAL</b>	<b>0.76</b>	<b>5.10</b>

**20 Employee benefit expenses**

Salaries, wages & allowances	37.11	60.51
Contribution to provident and other funds	0.56	0.37
<b>TOTAL</b>	<b>37.67</b>	<b>60.87</b>

**21 Finance costs**

<b>Interest on:</b>		
Term loans	226.14	295.47
<b>TOTAL</b>	<b>226.14</b>	<b>295.47</b>

**22 Depreciation and amortization expenses**

Depreciation on tangible assets	168.70	168.17
<b>TOTAL</b>	<b>168.70</b>	<b>168.17</b>

**23 Other expenses**

<b>Repairs &amp; maintenance</b>		
Repair machinery	3.49	1.70
Repair building and Others	4.09	0.45
	7.58	2.15
<b>Administrative expenses</b>		
Rent	59.73	54.62
Fees & taxes	8.40	8.55
Printing & Stationery	0.08	0.93
Conveyance & travelling	3.60	3.62
Legal & professional charges	4.38	2.22
General office & misc. expenses	16.35	22.19
Insurance charges	4.35	4.26
<b>Auditors' remuneration</b>		
- As Audit fees	1.00	1.00
- For Tax Audit, Certification & Tax Representations	0.80	0.55
Bank & other charges	0.20	0.26
	98.89	98.21
<b>TOTAL</b>	<b>106.47</b>	<b>100.36</b>

## 24 Income Taxes

The major components of income tax expense for the year ended 31 March 2023 and 31 March 2022 are:

**A. Statement of profit and loss:****(i) Profit & loss section**

	31 March 2023	31 March 2022
Current income tax charge	-	-
MAT credit entitlement	-	-
Adjustments in respect of current income tax of previous year	-	(0.86)
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	(20.71)	(67.80)
<b>Income tax expense reported in the statement of Profit &amp; loss</b>	<b>(20.71)</b>	<b>(68.65)</b>

**(ii) OCI Section****Deferred tax related to items recognised in OCI during the year:**

	31 March 2023	31 March 2022
Net loss/(gain) on remeasurements of defined benefit plans/ FVTOCI	(0.07)	(0.08)
<b>Income tax charged to OCI</b>	<b>(0.07)</b>	<b>(0.08)</b>

**B. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for FY ended 31 March 2022 and 31 March 2021:**

	31 March 2023	31 March 2022
Accounting profit before tax from continuing operations	11.78	10.21
Profit/(loss) before tax from a discontinued operation	-	-
<b>Accounting profit before income tax</b>	<b>11.78</b>	<b>10.21</b>
At India's statutory income tax rate of 25.17% (31 March 2021: 25.17%)	2.96	2.57
Adjustments in respect of current income tax of previous years		
Expenses not allowed as deduction/ Exempted Income	-	-
Adjustments in respect of current income tax of previous year	-	(0.86)
Impact of change in rate of income tax on deferred tax	-	-
Impact of Deferred Tax assets on loss of earlier year.	(20.71)	(67.80)
Impact of change in provisional and actual tax liability at the time of filing of ITR	(2.95)	(2.57)
<b>At the effective income tax</b>	<b>(20.69)</b>	<b>(68.65)</b>
Income tax expense reported in the statement of profit and loss	(20.71)	(68.65)
Income tax attributable to a discontinued operation	-	-
	<b>(20.71)</b>	<b>(68.65)</b>

**Deferred tax****Deferred tax relates to the following:**

	Balance sheet		Statement of profit and loss	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Accelerated depreciation for tax purposes	10.19	(57.69)		
B/F Losses / Disallowances u/s 43B / 40A	20.71	67.80	20.71	67.80
Ind AS adjustments	0.07	0.08	0.07	0.08
<b>Deferred tax expense/(income)</b>			<b>20.78</b>	<b>67.88</b>
<b>Net deferred tax assets/(liabilities)</b>	<b>30.97</b>	<b>10.19</b>		

Reflected in the balance sheet as follows:

	31 March 2023	31 March 2022
Deferred tax assets (continuing operations)	10.19	(57.69)
Deferred tax liabilities (continuing operations)	20.78	67.88
<b>Deferred tax liabilities, net</b>	<b>30.97</b>	<b>10.19</b>

Reconciliation of deferred tax liabilities (net):

	31 March 2023	31 March 2022
<b>Opening balance as of 1 April</b>	<b>10.19</b>	<b>(57.69)</b>
Tax (income)/expense during the period recognised in Profit & loss	20.71	67.80
Tax (income)/expense during the period recognised in OCI	0.07	0.08
Discontinued operation	-	-
<b>Closing balance as at 31 March</b>	<b>30.97</b>	<b>10.19</b>

**25 Components of other comprehensive income (OCI)**

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

**During the year ended 31 March 2023**

	<u>Total</u>
Remeasurement gains (losses) on defined benefit plans	-0.30
Remeasurement gains (losses) on Unquoted shares	-
	<u>(0.30)</u>
Income tax effect	-0.07
	<u><b>(0.22)</b></u>

**During the year ended 31 March 2022**

	<u>Total</u>
Remeasurement gains (losses) on defined benefit plans	-0.34
Remeasurement gains (losses) on Unquoted shares	-
	<u>(0.34)</u>
Income tax effect	-0.08
	<u><b>(0.25)</b></u>

**CRIMSON METAL ENGINEERING COMPANY LTD**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023**  
**(Amount in Rupees lakhs, unless otherwise stated)**

**26** Basic and Diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year. Diluted EPS are calculated by dividing the profit for the year attributable to the equity holders of the company by weighted average number of Equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

<b>Particulars</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
Profit for the year as per Statement of Profit & Loss	32.49	78.87
<b>Profit attributable to equityholders of the Company for basic earnings</b>	<b>32.49</b>	<b>78.87</b>
	<b>No. in lakhs</b>	<b>No. in lakhs</b>
Weighted average number of equity shares in calculating basic EPS	44.28	44.28
Effect of dilution:	-	-
<b>Weighted average number of equity shares in calculating diluted EPS</b>	<b>44.28</b>	<b>44.28</b>
<b>Earnings per equity share in Rs.</b>		
<b>Basic (in Rs.)</b>	0.73	1.78
<b>Diluted (in Rs.)</b>	0.73	1.78
<b>Face Value of each equity share (in Rs.)</b>	<b>10</b>	<b>10</b>

## 27 Fair values measurements

## (i) Financial instruments by category

Particulars	31 March 2023			31 March 2022		
	FVTOCI	FVTPL	Amortised cost	FVTOCI	FVTPL	Amortised cost
<b>Financial assets</b>						
Investments	-	-	-	-	-	-
Other financial assets (non current)	-	-	95.93	-	-	86.35
Trade receivables	-	-	386.81	-	-	867.74
Cash and cash equivalents	-	-	10.87	-	-	39.22
<b>Total financial assets</b>	-	-	<b>493.61</b>	-	-	<b>993.30</b>
<b>Financial liabilities</b>						
Borrowings (non current)	-	-	1,660.01	-	-	2,116.36
Borrowings (current)	-	-	691.96	-	-	591.45
Trade payables	-	-	126.16	-	-	104.64
Other financial liabilities	-	-	125.00	-	-	125.00
<b>Total financial liabilities</b>	-	-	<b>2,603.13</b>	-	-	<b>2,937.45</b>

## (ii) Fair value hierarchy

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is insignificant to the fair value measurements as a whole.

Level 1 : quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2 : valuation techniques for which the lowest level inputs that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3 : valuation techniques for which the lowest level input which has a significant effect on fair value measurement is not based on observable market data.

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities, other than those whose fair values are close approximations of their carrying values.

**Financial assets and liabilities measured at fair value - recurring fair value measurements for which fair values are disclosed at 31 March 2023:**

	Date of valuation	Fair value measurement using			
		Total	Quoted prices in (Level 1)	Significant observable (Level 2)	Significant unobservab (Level 3)
<b>Financial assets</b>					
Non current Investments	31-Mar-23	-	-	-	-
	31-Mar-22	-	-	-	-

There have been no transfers between Level 1 and Level 2 during the period.

**Assets and liabilities which are measured at amortised cost for which fair values are disclosed at 31 March 2022**

	Date of valuation	Fair value measurement using			
		Total	Quoted prices in (Level 1)	Significant observable (Level 2)	Significant unobservab (Level 3)
<b>Financial assets</b>					
Security deposits given	31-Mar-23	49.35			49.35
	31-Mar-22	50.92	-	-	50.92
<b>Financial liabilities</b>					
Security deposits received	31-Mar-23	125.00			125.00
	31-Mar-22	125.00	-	-	125.00

There have been no transfers between Level 1 and Level 2 during the period.

For cash and cash equivalents, trade receivables, other receivables, short term borrowing, trade payables and other current financial liabilities the management assessed that their fair value is approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the Company's long-term interest free security deposits are determined by applying discounted cash flows ('DCF') method, using discount rate that reflects the market borrowing rate as at the end of the reporting period. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

The management has assessed that the carrying value of investments made in Indian Soft Drinks Manufacturing Association is close approximation of its fair value.

## 28 Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise trade and other payables, security deposits, employee liabilities. The Company's principal financial assets include trade and other receivables, inventories and cash and short-term deposits/ loan that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks. The Company's senior management is supported by a Risk Management Compliance Board that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk committee provides assurance to the Company's management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The management reviews and agrees policies for managing each of these risks, which are summarised below.

### I. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include , deposits.

The sensitivity analyses of the above mentioned risk in the following sections relate to the position as at 31 March 2023 and 31 March 2022.

The analyses exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities of foreign operations. The analysis for contingent liabilities is provided in Note 31.

The following assumptions have been made in calculating the sensitivity analyses:

- The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2023 and 31 March 2022.

#### A. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. However the risk is very low due to negligible borrowings by the Company.

	Increase/ decrease in basis points	Effect on profit before tax
		Rs.
<b>31-Mar-23</b>		
INR	+ 0.5%	8.30
INR	- 0.5%	-8.30
<b>31-Mar-22</b>		
INR	+ 0.5%	<b>10.58</b>
INR	- 0.5%	<b>-10.58</b>

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

#### B. Foreign currency sensitivity

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in exchange rates. Foreign currency risk sensitivity is the impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The following tables demonstrate the sensitivity to a reasonably possible change in USD and EURO exchange rates, with all other variables held constant.

	Change in USD rate	Effect on profit before tax
		Rs
<b>31-Mar-23</b>	5%	-
	-5%	-
<b>31-Mar-22</b>	5%	-
	-5%	-

The movement in the pre-tax effect on profit and loss is a result of a change in the fair value of derivative financial instruments not designated in a hedge relationship and monetary assets and liabilities denominated in INR, where the functional currency of the entity is a currency other than INR.

### II. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions.

Credit risk from investments with banks and other financial institutions is managed by the Treasury functions in accordance with the management policies. Investments of surplus funds are only made with approved counterparties who meet the appropriate rating and/or other criteria, and are only made within approved limits. The management continually re-assess the Company's policy and update as required. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty failure.

The maximum credit risk exposure relating to financial assets is represented by the carrying value as at the Balance Sheet date

A. Trade receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit review and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

At the year end the Company does not have any trade receivable therefore there is no bad debt risk.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The calculation is based on historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 27. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in largely independent markets.

B. Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties.

**III. Liquidity risk**

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	<b>Less than 1 year</b>	<b>1 to 5 years</b>	<b>&gt; 5 years</b>	<b>Total</b>
<b>Year ended</b>				
<b>31-Mar-23</b>				
Borrowings*	691.96	<b>1,660.01</b>	-	2,351.97
Trade payables	126.16	-	-	126.16
Other financial liabilities	125.00	-	-	125.00
	<b>943.12</b>	<b>1,660.01</b>	-	<b>2,603.13</b>
<b>Year ended</b>				
<b>31-Mar-22</b>				
Borrowings*	591.45	<b>2,116.36</b>	-	2,707.81
Trade payables	104.64	-	-	104.64
Other financial liabilities	125.00	-	-	125.00
	<b>821.09</b>	<b>2,116.36</b>	-	<b>2,937.45</b>

\* In absolute terms i.e. undiscounted and including current maturity portion

**IV. Excessive risk concentration**

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

## 29 Capital Management

The objective of the Company's capital management structure is to ensure that there remains sufficient liquidity within the Company to carry out committed work programme requirements. The Company monitors the long term cash flow requirements of the business in order to assess the requirement for changes to the capital structure to meet that objective and to maintain flexibility.

The Company manages its capital structure and makes adjustments to it, in light of changes to economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital, issue new shares for cash, repay debt, put in place new debt facilities or undertake other such restructuring activities as appropriate.

No changes were made in the objectives, policies or processes during the year ended 31 March 2023.

	31 March 2023	31 March 2022
Total Liabilities	2,643.35	2,984.68
Less: Cash & Cash Equivalents	10.87	39.22
<b>Net debts</b>	<b>2,632.48</b>	<b>2,945.46</b>
<b>Total equity</b>	<b>679.60</b>	<b>647.34</b>
<b>Gearing ratio (%)</b>	<b>387.4%</b>	<b>455.0%</b>

### Derivative instruments and unhedged foreign currency exposure

The Company has no outstanding derivative instrument at the year end. The amount of foreign currency exposure that are not hedged by derivative instruments or otherwise are as under -

	31 March 2023		31 March 2022	
	Foreign Currency	Amount	Foreign Currency	Amount
USD Borrowings	-	-	-	-

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**30 Defined Contribution Plans - General Description**

Retirement benefits in the form of provident fund, superannuation fund and national pension scheme are defined contribution schemes. The Company has no obligation, other than the contribution payable to the provident fund. The Company's contribution to the provident fund is Rs. 0.39 lakhs (31 March 2022 Rs. 0.27 lakhs)

**Defined Benefit Plans - General Description**

Gratuity:

The Company has a defined benefit gratuity plan. Gratuity is computed as 15 days salary, for every completed year of service or part thereof in excess of 6 months and is payable on retirement / termination / resignation. The benefit vests on the employee completing 5 years of service. The Company makes provision of such gratuity asset/ liability in the books of accounts on the basis of actuarial valuation as per the projected unit credit method.

**The following tables summarise the components of net benefit expense recognised in the statement of profit & loss and the funded status and amounts recognised in the balance sheet for the gratuity plan:**

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

	<b>31-03-2023</b>	<b>31-03-2022</b>
<b>Defined benefit obligation at the beginning of the year</b>	3.45	2.41
Current service cost	0.45	0.55
Interest cost	0.12	0.15
Benefit paid	(1.59)	-
Actuarial (gain)/ loss on obligations - OCI	0.30	0.34
<b>Defined benefit obligation at the end of the year</b>	<b>2.73</b>	<b>3.45</b>

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	<b>31 March 2023</b>	<b>31 March 2022</b>
<b>31 Contingent Liabilities gross ( Amount not provided for)</b>		
(i) In respect of ESI additional Demand	7.09	7.09
(i) In respect of Income Tax TDS demand as per 26 AS.	0.31	0.31
(iii) In respect of Electricity tax from Electricity Department	13.10	13.10
(iv) In respect of ESI additional Demand paid	6.56	7.88

**32 Ind AS 116, Leases:**

Effective from April 1, 2019, the company adopted Ind AS 116, *Leases* and applied the standard to all lease contracts existing on April 1, 2019. On evaluation of the Lease contracts, it is observed that the company has only low value or short term leases and has no material assets taken on lease to be accounted for in terms of Ind AS 116 during the year.

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**33. Related party disclosures**

**A. List of related parties**

**Key Management Personnel**

- (i) Mr. Vinay Goyal, Managing Director
- (ii) Mr. Chandrakesh Pal, Whole time Director
- (iii) Mrs. Uma, Whole time Director
- (iv) Mr. Manish Rai, Company Secretary upto 31.05.2022
- (v) Ms. Prachi Mittal Maruya, Company Secretary wef. 11.04.2022

**Entity having Significant influence**

M/s Ganges Internationale P Ltd.

**B. Related party transactions**

Relationship	Nature	31 March 2023	31 March 2022
Key Management Personnel	Remuneration Paid	<b>37.25</b>	<b>60.58</b>
Entity having Significant influence	Lease Rent Received	<b>550.00</b>	630.00
	Purchases	<b>266.20</b>	333.18

**C. Net Outstanding Balances :-**

Relationship	Nature	31 March 2023	31 March 2022
Key Management Personnel	Remuneration payable	<b>71.91</b>	61.41
	Unsecured loans	<b>10.09</b>	10.09
Entity having Significant influence	Trade Receivable	<b>386.24</b>	867.74

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**34. Segment information**

**Business Segments**

According to Ind AS 108, identification of operating segments is based on Chief Operating Decision Maker (CODM) approach for making decisions about allocating resources to the segment and assessing its performance. Based on the consideration of dominant sources and nature of risk & returns, the company is considered a trading of goods and leasing. Most of the activities are revolving around these business and accordingly has two reportable segments.

- a) Trading of goods
- b) Leasing

The above business segments have been identified considering :

- a) the nature of products and services
- b) the internal financial reporting systems.

The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Management Committee as explained in the Director's Report section.

<b>Sr. No</b>	<b>Particulars</b>	<b>Year ended 31.03.2023</b>	<b>Year ended 31.03.2022</b>
I.	Segment Revenue(Net Sales/income from each Segment)		
(a)	Trading of goods	266.20	333.18
(b)	Leasing	550.00	630.00
	Net Sales/ Income from Operation	816.20	963.17
2	<b>Segment Results ( Profit/( Loss) before tax and interest from each segment</b>		
(a)	Trading of goods	-	-
(b)	Leasing	237.92	305.69
	TOTAL	237.92	305.69
	Less- Interest Paid	226.14	295.47
	Profit/ ( Loss) Before Tax	11.78	10.21
3	<b>Segment Assets</b>		
(a)	Trading of goods	2,426.19	2,424.89
(b)	Leasing	896.76	1,207.13
	<b>Total Assets</b>	3,322.95	3,632.02
	<b>Segment Liabilities</b>		
(a)	Trading of goods	-	-
(b)	Leasing	3,322.95	3,632.02
	Total Liabilities	3,322.95	3,632.02

## 35 Financial Ratios

Ratio	Numerator	Denominator	31-Mar-23	31-Mar-22	% change	Reason for variance
<b>Current ratio</b>	Current Assets	Current Liabilities	0.76	1.44	(47.56)	Decrease in current assets
<b>Debt- Equity Ratio</b>	Total Debt	Shareholder's Equity	3.46	4.18	(17.26)	
<b>Debt Service Coverage ratio</b>	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	0.29	0.61	(51.40)	Decrease in profit
<b>Return on Equity ratio</b>	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.07	0.18	(58.81)	Decrease in profit
<b>Inventory Turnover ratio</b>	Cost of goods sold	Average Inventory	2.18	2.73	(20.10)	
<b>Trade Receivable Turnover Ratio</b>	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	1.30	0.99	31.43	Decrease in turnover
<b>Trade Payable Turnover Ratio</b>	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	2.31	3.45	(33.14)	Decrease in purchase
<b>Net Capital Turnover Ratio</b>	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	(3.90)	2.96	(231.60)	Decrease in current assets
<b>Net Profit ratio</b>	Net Profit	Net sales = Total sales - sales return	0.04	0.08	(51.39)	Decrease in profit
<b>Return on Capital Employed</b>	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.08	0.09	(13.86)	
<b>Return on Investment</b>	Earnings before interest and taxes	Average total assets	0.07	0.08	(14.48)	

\* Average= (Opening+Closing)/2

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**36. Balance confirmation**

Debit and credit balance of trade payables to the extent not confirmed are subject to confirmation and reconciliation with parties.

**37.** In the opinion of the Board of Directors and to the best of their knowledge and belief, the aggregate value of current assets on realisation in the ordinary course of business will not be less than the amount at which these are stated in the balance sheet.

**38.** Previous year's figures have been regrouped/ rearranged, wherever necessary so as to make them comparable with those of current year's figures.

In terms of our report of even date annexed  
For O P BAGLA & CO LLP  
CHARTERED ACCOUNTANTS  
FRN.000018N/N500091

VINAY  
COMPANY SECRETARY  
M. No. A70939

PLACE : July 28, 2023  
DATED : Chennai

(ATUL AGGARWAL)  
PARTNER  
M.No. 092656

VINAY GOYAL  
MANAGING DIRECTOR  
DIN:00134026

CHANDRAKESH PAL  
WHOLE TIME DIRECTOR  
DIN:07277936