



COCHIN MINERALS AND RUTILE LIMITED (100% E.O.U.)

★★★ THREE STAR EXPORT HOUSE

Regd. Office: P.B.No.73, VIII/224, Market Road, Alwaye-683 101, Kerala, India

Office : 0484 - 2626789 (6 Lines)

Factory : 0484 - 2532186, 2532207

Web : www.cmrlindia.com

E-mail : cmrlexim@cmrlindia.com,
info@cmrlindia.com

CIN : L24299KL1989PLC005452
25th July, 2024

02020B/CMRL/2024/ 059



INDIA'S MOST TRUSTED COMPANY

BSE Limited
Listing Compliance Monitoring Team
P J Towers, Dalal Street, Mumbai -400001,

STOCK CODE – COCHRDM 513353
DEMATISIN - INE105D01013

Dear Sir /Madam,

Sub: Clarification on disclosure of cessation of Mr. Achutha Janardhana Pai (DIN: 00115688)

Ref: 1. Email dated 24.07.2024 seeking submission of fresh corporate announcement

2. Corporate Announcement submitted by the Company on 22.07.2024 at 05:12:01 PM

With reference to the above, we wish to submit the following:

1. Mr. Achutha Janardhana Pai (DIN: 00115688), was appointed on 07.07.2019 for a five-year period and his tenure was completed on 06.07.2024.
2. Accordingly, the Board of Directors at its immediately succeeding meeting held on 22.07.2024 noted the completion of the term of office of Mr. Achutha Janardhana Pai. On conclusion of the Board Meeting, the cessation of the term of office of the Independent Director was intimated with the BSE along with the outcome of the Board Meeting, at 05:12:01 PM on the same day.
3. Upon careful review of the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we acknowledge that the disclosure



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was required to be made within twelve hours from the occurrence of the event or information, which we had unfortunately overlooked. The delay in disclosure was unintentional and we sincerely apologise for this oversight.

4. We herein submit a fresh disclosure with respect to cessation of the Independent Director, along with this explanation letter which may kindly be taken on record.
5. We ensure that similar disclosures shall be intimated to Stock Exchanges within specified timelines in future. The delay in the intimation of cessation was not deliberate and hence we request you to kindly condone the delay.

Thank you,

Yours faithfully,
For COCHIN MINERALS AND RUTILE LIMITED



P. Suresh Kumar
C G M (Finance) & Company Secretary.

- Encl: 1. Disclosure with respect to cessation of Mr. Achutha Janardhana Pai
2. Copy of the outcome of the Board meeting 22.07.2024





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2006 - FIRST PRIZE
2007 - FIRST PRIZE



2008
EXCELLENCE AWARDS
MULTI-SECTOR BUSINESS



2009-2010
2011-2012
2013-2014
2015-2016
2017-2018
2019-2020
2021-2022
2023-2024
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2099-2100



2000 - 2001
2002 - 2003
2004 - 2005



2009 - FIRST PRIZE
MEDIUM FACTORIES

02020B/CMRL/2024/ 060

25th July, 2024

BSE Limited
Listing Compliance Monitoring Team
P J Towers, Dalal Street, Mumbai -400001,

STOCK CODE – COCHRDM 513353
DEMATISIN - INE105D01013

Dear Sir /Madam,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015- Change in Director (Cessation)

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we wish to inform you of the cessation of term of office of Mr. Achutha Janardhana Pai (DIN: 00115688) as Independent Director.

We are enclosing herewith the brief details of the aforesaid change in director (cessation) as prescribed under SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, as **Annexure A**.

Thank you,

Yours faithfully,
For **COCHIN MINERALS AND RUTILE LIMITED**

P. Suresh Kumar

P. Suresh Kumar
C G M (Finance) & Company Secretary.



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Annexure A

Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023

S. No	Particulars	Details
	Name	Mr. Achutha Janardhana Pai DIN: 00115688)
1.	Reason for Change viz. appointment, reappointment, resignation, removal, death or otherwise;	Cessation - Completion of second term as an Independent Director
2.	Date of Appointment / reappointment /cessation (as applicable) and term of appointment /reappointment	06 th July 2024
3.	Brief Profile (in case of appointment)	Not applicable
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not applicable





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02020B/CMRL/2024/055

July 22, 2024



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B S E Limited,
Regd. Office: Floor 25,
P J Towers, Dalal Street,
Mumbai - 400 001

Ph: 022-2272 1233/1234

STOCK CODE - COCHRDM 513353
DEMATISIN - INE105D01013

Dear Sir/Madam,

Sub : Outcome of Board Meeting - 22-07-2024

- The Board approved the Unaudited Financial Results of the Company for the quarter ended 30.06.2024 together with Limited Review Report. The Unaudited Financial Results and Limited Review Report thereon as submitted by the Auditors of the Company are enclosed herewith.
- The Board decided to conduct the Annual General Meeting on August 24, 2024 at 12.00 noon through Video Conferencing ("VC").
- The Board approved the appointment of M/s. SEP & Associates, Company Secretaries, CC 56/172, 1stFloor, K. C Abraham Master Road, Panampilly Nagar, Kochi-682036, as Secretarial Auditor of the Company for the financial year ending 31.03.2025.
- Mr. Achutha Janardhan Pai (DIN 00115688) has completed his second term as an Independent Director and consequently ceased to be a Director of the Company with effect from July 7, 2024. The Board of Directors and the Management of the Company expressed deep appreciation and gratitude to Mr. Achutha Janardhana Pai for his extensive contribution.
- Based on recommendation of Nomination and Remuneration Committee and Audit Committee, the Board of Directors approved the appointment of
 - Mr. R K Garg (DIN: 00644462), whose second term as an Independent Director expires on 02nd September 2024, as a Non Executive Non Independent Director of the company liable to retire by rotation, with effect from 03rd September 2024, subject to the approval of shareholders in the ensuing Annual General Meeting.



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- b) Mr. V. Vinod Kamath (DIN:10700232), as an Additional Director designated as Non Executive Independent Director, not liable to retire by rotation, with effect from July 22, 2024, for a term of three consecutive years, subject to the approval of shareholders in the ensuing Annual General Meeting.
- c) Mr. Yogindunath S (DIN: 02905727), as an Additional Director designated as Non Executive Independent Director, not liable to retire by rotation, with effect from July 22, 2024, for a term of three consecutive years, subject to the approval of shareholders in the ensuing Annual General Meeting.

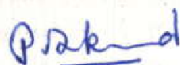
Further, as per the requirement of the Circular No. List/Comp/14/2018-19 dated 20th June, 2018 issued by BSE on the subject of enforcement of SEBI Orders regarding appointment of Directors by listed companies we hereby affirm that the afore mentioned Directors being appointed are not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.

The aforesaid meeting commenced at 12.00 noon and concluded at 4.45 P.M.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is enclosed as **Annexure A, B, C and D.**

Thanking you,

Yours faithfully,
For COCHIN MINERALS AND RUTILE LIMITED,



Suresh Kumar. P
C G M (Finance) & Company Secretary.



Disclosure of information pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015.

Sr. No.	Particulars	Details
1	Name	Mr. Achutha Janardhana Pai
	Reason for change viz. appointment, resignation. Removal, death or otherwise	Cessation (Completion of second term as an Independent Director)
2	Date of appointment/cessation (as applicable) & term of appointment/re-appointment	July 6, 2024
3	Brief profile (in case of appointment)	Not Applicable
4	Disclosure of relationships between directors (in case of appointment of a director)	Not applicable



Disclosure of information pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015.

Sr. No.	Particulars	Details
1	Name	Mr. R.K Garg
	Reason for change viz. appointment, resignation. Removal, death or otherwise	Appointment as Non Executive Non Independent Director
2	Date of appointment/cessation (as applicable) & term of appointment/re-appointment	September 03, 2024
3	Brief profile (in case of appointment)	Shri. R.K.Garg has been guiding the company since 1991, as its Chairman. He was the Chairman of the Technical Review Committee and Vice Chairman of Expert Appraisal Committee (Industry), Ministry of Environment & Forest, Government of India. He has the distinction of heading Indian Rare Earths Ltd. As its CMD during 1986-90 and Director Chemical Engineering Group, Bhabha Atomic Research Centre, Bombay during 1980-86.He was Chairman of Armament Research Board and Chairman of Recruitment Ministry of Defence, Government of India.
4	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



Disclosure of information pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015.

Sr. No.	Particulars	Details
1	Name	Mr. V Vinod Kamath
	Reason for change viz. appointment, resignation. Removal, death or otherwise	Appointment as an Additional Director designated as Non Executive Independent Director
2	Date of appointment/cessation (as applicable) & term of appointment/re-appointment	July 22, 2024
3	Brief profile (in case of appointment)	Mr. V Vinod Kamath was a member of Board of Directors of State Bank of Travancore, Mr. V Vinod Kamath had been a member in different positions in different organizations viz., Dr. Padiyar Memorial Homoeopathic Medical College, Chottanikkara, Sree Sudheendra Medical Mission, Ernakulam, Anugraha Charitable Trust, Ernakulam and Aashray Charitable Society, Ernakulam. Mr. V Vinod Kamath is a member of various committees of the Institute of Chartered Accountants of India, New Delhi, viz. Committee on commerce education and career Counselling, Perspective Planning Group of Southern India Regional Council, Study Group of the "Practitioners Guide to Audit of Small Entities of ICAI.
4	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



Disclosure of information pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015.

Sr. No.	Particulars	Details
1	Name	Mr. Yogindunath Sreenivas
	Reason for change viz. appointment, resignation. Removal, death or otherwise	Appointment as an Additional Director designated as Non Executive Independent Director
2	Date of appointment/cessation (as applicable) & term of appointment/re-appointment	July 22, 2024
3	Brief profile (in case of appointment)	<p>Yogindunath S. is a distinguished Fellow Member of the Institute of Company Secretaries of India, equipped with a law degree from MG University. His academic journey commenced at the prestigious Government Law College, Ernakulam. A pioneer in the media industry, Yogindunath served as a cornerstone in the establishment of Indiavision Satellite Communications Limited, Kerala's leading news channel. His instrumental role in the channel's inception, growth and operational launch stand as a testament to his hard work and dedication.</p> <p>Subsequently, From March 2006 until January 2010, Yogindunath took on the mantle of Manager for the MCA21 project in Kerala. His adept leadership from the project's inception was instrumental in its successful implementation. His ability to navigate complexities and address stakeholder concerns underscores his exceptional project management skills.</p> <p>A seasoned practitioner, Yogindunath makes regular appearance before the National Company Law Tribunal (NCLT) and National Company Law Appellate Tribunal (NCLAT). His understanding of corporate law and secretarial practices is evident in his contributions to the field, as showcased through his presentations on e-filing at esteemed platforms organized by ICAI and articles published in the Chartered Secretary journal of ICSI.</p>



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		Currently, he is the Co-Founder and Director of M/s. Directus Consultants Private Limited and a Partner of M/s. BVR & Associates Company Secretaries LLP.
4	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable





LIMITED REVIEW REPORT

Independent Auditor's Review report on review of interim financial results to the board of directors of COCHIN MINERALS AND RUTILE LIMITED.

1. We have reviewed the accompanying Statement of Unaudited Financial Results of COCHIN MINERALS AND RUTILE LIMITED (the "Company"), for the First quarter ended 30th June, 2024 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Aluva

Date: 22-07-2024



For **SAGHESH KUMAR & ASSOCIATES**
Chartered Accountants
FRN : 027330S

K.A. SAGHESH KUMAR, B.Com., FCA, DISA
Proprietor (M.No. 211340)



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STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30.06.2024

PARTICULARS	(Rs. In lakhs)			
	Quarter ended			Year ended
	30.06.2024	31.03.2024	30.06.2023	31.03.2024
	Unaudited	Audited	Unaudited	Audited
Income				
I Revenue from Operations	8834.50	10082.00	6676.49	30043.86
II Other Income	60.15	9.92	77.03	285.04
III Total Income (I + II)	8894.65	10091.92	6753.52	30328.90
IV Expenses				
a) Cost of materials consumed	3749.23	3997.41	4482.78	16271.15
b) Purchase of stock-in-trade	0.00	0.00	0.00	0.00
c) Changes in inventories of finished goods, Stock-in-trade and work-in-progress	840.58	914.99	(1469.07)	(3587.40)
d) Employee benefits expense	684.72	601.71	723.79	2784.47
e) Finance costs	10.14	12.38	8.33	83.93
f) Depreciation and amortisation expense	23.55	26.58	17.41	85.56
g) CSR Expense	41.00	47.93	0.15	49.97
h) Other expenses	2645.16	2836.98	2648.95	10736.86
Total expenses (IV)	7994.38	8437.98	6412.34	26424.54
V Profit/(Loss) before Exceptional Items and Tax (III-IV)	900.27	1653.94	341.18	3904.36
VI Exceptional Items	-	-	-	-
VII Profit/(Loss) before Tax (V-VI)	900.27	1653.94	341.18	3904.36
VIII Tax expense:				
(1) Current Tax	268.25	577.84	101.06	1239.41
(2) Deferred Tax	37.04	(41.46)	13.53	(4.28)
(3) Income tax for previous period	-	1809.75	-	1809.75
IX Profit/(Loss) for the period from Continuing Operations (VII - VIII)	594.98	(692.19)	226.59	859.48
X Other Comprehensive Income(OCI)				
A(i) Items that will not be reclassified to profit or loss	3.35	9.93	6.46	28.62
(ii) Income tax relating to items that will not be reclassified to profit or loss	(0.98)	13.27	(1.88)	7.83
(iii) Remeasurement of defined benefit plan-Gain/(Loss)	0.00	(55.50)	0.00	(55.50)
Total Other Comprehensive income	2.37	(32.30)	4.58	(19.05)
B(i) Items that will be reclassified to profit or loss				
(ii) Income tax relating to items that will be reclassified to profit or loss				
XI Total Comprehensive Income for the Period/Year	597.35	(724.49)	231.17	840.43
XII Paid up Equity Share Capital (Face Value of Rs.10/- each)	783.00	783.00	783.00	783.00
XIII Other Equity excluding Revaluation Reserve				14061.30
XIV Earnings Per Share for Continuing Operations (of Rs.10/- each) (not annualised):				
Basic (Rs. Per Share)	7.60	(8.84)	2.89	10.98
Diluted (Rs. Per Share)	7.60	(8.84)	2.89	10.98



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Notes

- 1 Segmental Reporting is not applicable as the company has only one segment.
- 2 The above results duly approved by the Audit Committee were taken on record at the meeting of the Board of Directors held on 22.07.2024
- 3 The Company has adopted Indian Accounting Standards (IND AS) notified by the Ministry of Corporate Affairs from 1st April, 2017 with a transition date of 1st April, 2016 and accordingly these financial results have been prepared in accordance with the Companies (Indian Accounting Standards) Rule, 2015 (IND-As) prescribed under Section 133 of the Companies Act, 2013.
- 4 Previous period figures are regrouped wherever necessary to conform to the present format.

On behalf of the Board,
For COCHIN MINERALS AND RUTILE LIMITED,


Saran S Kartha,
Joint Managing Director

Place: Aluva
Date : 22.07.2024

