

Bothra Metals & Alloys Ltd.

A House of Metals

CIN: L27100MH2001PLC133926

+91-(022) 49785309 | info@bothrametals.com | www.bothrametals.com

Registered Address: Office No. 15, 3rd Floor, 5 Bothra House, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi, Mumbai - 400002, Maharashtra, Bharat

To
The Manager
Corporate Relationship Department,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Scrip Code-535279, Scrip ID- BMAL

Dear Sir/ Madam,

Sub: Submission of Annual Report.

Pursuant to Regulation 34 (1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are submitting herewith the Annual Report of Company for the Financial Year 2023-24, including Notice convening 23 rd Annual General Meeting of members of the company scheduled to be held on Thursday, 26 th September, 2024 at 11:30 A.M. at registered office of the company which was sent in electronic mode to the Members. The Annual Report for the financial year 2023-24 is also available at the Company's website <http://www.bothrametal.com>

For your information and record. Kindly acknowledge and oblige.

Thanking you,
Yours faithfully
For Bothra Metals and Alloys Limited

SONU

Digitally signed by SONU
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serialNumber=418ce1cd7bf1a145aa4828d
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Sonu Singhal
Company Secretary Cum Compliance Officer
Membership No: F33059
Date: 28.08.2024

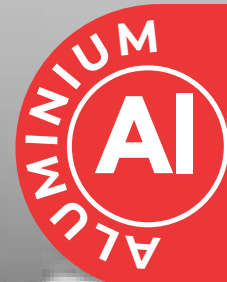


2023-24

ANNUAL REPORT



BOTHRA METALS & ALLOYS LTD.



**The Metal of Choice for a
Greener, Brighter Tomorrow**

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Attendance Slip

Proxy Form

Disclaimer

This annual Report for the financial year 2023-24 has been prepared by Bothra Metals and Alloys Limited (BMAL) with the intent to provide a comprehensive overview of the company's operations, financial performance, and strategic initiatives. The information contained in this report is intended for general information purposes only.

While BMAL has made every effort to ensure the accuracy and completeness of the information presented in this report, the company assumes no responsibility for errors or omissions. The information is provided "as is" without warranty of any kind, either express or implied, including but not limited to the implied warranties of merchantability, fitness for a particular purpose, or non-infringement.

This report contains forward-looking statements that are based on the current expectations, assumptions, estimates, and projections of the management of BMAL. These statements are subject to risks, uncertainties, and other factors that could cause actual results to differ materially from those expressed or implied by the forward-looking statements. BMAL disclaims any obligation to update or revise any forward-looking statements contained in this report, whether as a result of new information, future events, or otherwise.

The financial data and other information provided in this report are subject to external audit and regulatory review. Readers are advised to refer to the audited financial statements and other official filings available on the company's website and through regulatory authorities for the most accurate and official information.

BMAL and its directors, officers, employees, and agents shall not be liable for any direct, indirect, incidental, consequential, or punitive damages arising out of the use of or reliance on the information contained in this report.

For further information, clarification, or any inquiries related to this report, please contact BMAL's Investor Relations department.





**Know
BMAL**

CORPORATE INFORMATION

Chairman

Sunderlal Bothra

Executive Director

Sunderlal Bothra

Kishanlal Bothra

Independent Director

Lubdha Porwal

Aditya Sukharam Saran

Bankers

ICICI Bank

Canara Bank

Statutory Auditors

SSRV & Associates (Chartered Accountant)

Internal Auditor

Rishi Sekhri & Associates

Company Secretary

Sonu Singhal

Chief Financial Officer

Kishanlal Bothra

Registered Office

Room Number 15, Bothra House,5, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi, Mumbai, Maharashtra, 400002, Bharat

Manufacturing Units Location

Kala-amb:

210/110/2/1, Mauza Kheri, Trilokpur Road, Kala-Amb, Sirmour, Himachal Pradesh, Bharat

Sangli:

Gat No.228/1, Village: Savli, Taluka: Miraj, Sangli, Maharashtra - 416415, Bharat

ABOUT US

Bothra Metals and Alloys Limited is a dynamic and innovative manufacturer of non-ferrous metal products, headquartered in Bharat. The company was founded in 1989 with a vision to provide high-quality metal products and services to customers worldwide. Bothra Metals and Alloys offers a comprehensive range of products, including aluminium extrusions, sheets, billets, and ingots, as well as other non-ferrous metals such as copper, brass, and zinc. The company has a state-of-the-art manufacturing facility and a team of experienced engineers and technicians who work closely with clients to provide customized solutions to meet their unique requirements.



To be a global leader in the manufacture and supply of high-quality non-ferrous metal products, delivering innovative solutions that meet the needs of our customers, while upholding the highest standards of sustainability and social responsibility.



Our mission is to provide our customers with the highest quality non-ferrous metal products, while maintaining a commitment to sustainability, environmental stewardship, and social responsibility. We strive to continuously improve our manufacturing processes, innovate new products and services, and cultivate long-term relationships. We are dedicated to operating with the utmost integrity and transparency.

TIMELINE

- Incorporated in the name and style of Bothra Metals and Alloys Private Limited.
- Land purchased at Bhavnagar for a manufacturing unit.

2001-02

- The Company was converted to a Public Listed Company.
- Production commenced at Bhavnagar unit.
- Land purchased in Sangli to set up a new manufacturing unit.
- Additional anodizing unit installed at Himachal Pradesh unit.
- Company accredited with ISO 9001:2008 certificate from United Registrar of System for organisation's quality system.
- Opening of a branch at Mohali for trading operations.

2010

- Awarded with the Rashtriya Udyog Ratan Award 2013 at the seminar on Individual Achievement for Economic & Social Development. Achievement for Economic & Social Development.
- Decorated with The Inc. India 500 Award.
- Was presented with Rashtriya Vikas Ratan Award.

2013-15

- The proceedings related to Bothra Metals and Alloys, being handled by the NCLT, reached a resolution in 2022.
- BMAL observed a breakthrough post settlement.
- Company was awarded with Business Tycoon Award

2022-24

2006-07

- Land purchased at Himachal Pradesh and production started to cater the North Bharat market.
- Started a new branch in Jaipur for trading operations.

2011-12

- Additional land was purchased for Sangli manufacturing unit with the objective to increase production capacity and venture into manufacturing of metal alloy products.

2020-21

- In 2018, Bothra Metals faced insolvency proceedings and temporarily ceased operations.
- The temporary stoppage in operations allowed Bothra Metals to address its underlying issues.

CORE VALUES

B **BOLDNESS**

Our commitment to boldness drives us to challenge conventional boundaries, explore new possibilities, and lead the industry with cutting-edge solutions. We encourage our team to take calculated risks, think creatively, and push the envelope to achieve excellence. This bold approach enables us to continuously evolve, adapt, and meet the dynamic needs of our clients and the market.

M **MORALITY**

We uphold the highest standards of integrity and ethical behaviour. We are committed to conducting our business with honesty, transparency, and fairness. Our decisions and actions reflect our dedication to moral principles, ensuring that we build trust with our stakeholders, including employees, customers, suppliers, and the community.

A **AMBITION**

Our ambition drives us to continually push the boundaries of excellence in the metal and alloy industry. With unwavering determination, we strive to transform challenges into opportunities, aiming to be the foremost name in the industry, recognized for our quality, integrity, and forward-thinking vision.

L **LEADERSHIP**

Our leadership principles are grounded in integrity, vision, and collaboration, ensuring that we lead by example and empower our team to reach their fullest potential. By embracing continuous improvement and promoting ethical practices, we strive to set new standards of excellence in the metals and alloys industry.

CHAIRMAN'S MESSAGE

Dear Shareholders and Stakeholders,

It is my privilege to present the message for the 23rd Annual Report of Bothra Metals & Alloys Limited for the fiscal year 2023-24. This report holds immense significance as it reflects our journey through challenging times and marks a turning point in our company's history.

In the previous financial year, we managed to pay off all our debts and received a 'no dues' confirmation from our bankers. This achievement signifies our commitment to financial stability and sound business practices. With this significant milestone behind us, Bothra Metals & Alloys Limited is now poised to chart a new course toward growth and success. We have emerged stronger from the CIRP process, learning valuable lessons and implementing necessary reforms to fortify our operations. As we move forward, we are committed to accelerating our growth trajectory. We will focus on leveraging our strengths, optimizing our manufacturing processes, and enhancing customer-centricity. Embracing innovation and technology will remain at the core of our strategy as we strive to deliver exceptional products and services that exceed customer expectations. I extend my deepest gratitude to our shareholders, who stood by us during these challenging times, demonstrating their unwavering faith in our company's potential. Your support and belief in our capabilities have been instrumental in our resurgence. I extend my heartfelt thanks to our valued customers and business partners for your continued support and confidence in Bothra Metals & Alloys Limited. We remain committed to delivering exceptional value and forging long-lasting partnerships based on trust, transparency, and mutual growth. In conclusion, as we embark on this new phase, we are energized and optimistic about the future. Bothra Metals & Alloys Limited is now well-positioned to embrace opportunities, drive sustainable growth, and create enhanced value for all our stakeholders.

Thank you.



SUNDERLAL BOTHRA
Chairman cum Managing Director

KEY HIGHLIGHTS



PERFORMANCE HIGHLIGHT

Bothra Metals and Alloys Ltd. demonstrated robust financial performance, marked by significant revenue growth and improved profit margins. Strategic investments and efficient cost management contributed to this success. The company reported strong returns on capital, enhancing shareholder value and solidifying its market position. Overall, Bothra Metals and Alloys Ltd. achieved noteworthy financial stability and operational excellence.

KEY FY 2023-24 OUTCOMES

- Bothra Metals and Alloys Ltd. reported revenue from operations amounting to **₹28.5 crore**.
- The company achieved an EBITDA of **₹1.58 crore**, reflecting an EBITDA margin of **5.5%**.
- The profit after tax (PAT), before accounting for any exceptional and one-time gains, stood at **₹28.5 lakh**.
- The company's cash and cash equivalents were recorded at **₹6 lakh**.
- The earnings per share (EPS) for Bothra Metals and Alloys Ltd. was recorded at **₹0.15 crore**.



INDUSTRY HIGHLIGHT

The aluminium industry in Bharat plays a significant role in the nation's industrial framework, contributing to sectors such as automotive, construction, and packaging. Bharat is the second-largest aluminium producer globally, driven by abundant bauxite reserves and growing domestic demand. The government's emphasis on infrastructure development and the automotive sector's transition to electric vehicles is expected to drive future demand. The Bharat aluminium industry remains resilient and poised for growth amidst evolving challenges and opportunities.

KEY FY 2023-24 OUTCOMES

- Non-Ferrous Metals Market size was valued at **USD 1,410.3 Billion** in 2023 and is poised to grow at a **CAGR of 7.3%** from 2024-2030.
- Global aluminium production was 68,400 thousand metric tons in 2022 and rose to **70,000 thousand metric tons** in 2023.
- The **second largest aluminium producer** is Bharat.



DO YOU KNOW?

Aluminium is the most abundant metal on Earth

Aluminium is the planet's most abundant metallic element, second only to Silicon. Actually, around 8% of Earth's crust is made of it. A significant amount of aluminium was also found on the Moon.



**Business
Overview**

OUR PRODUCT PORTFOLIO



SCRAP



INGOT

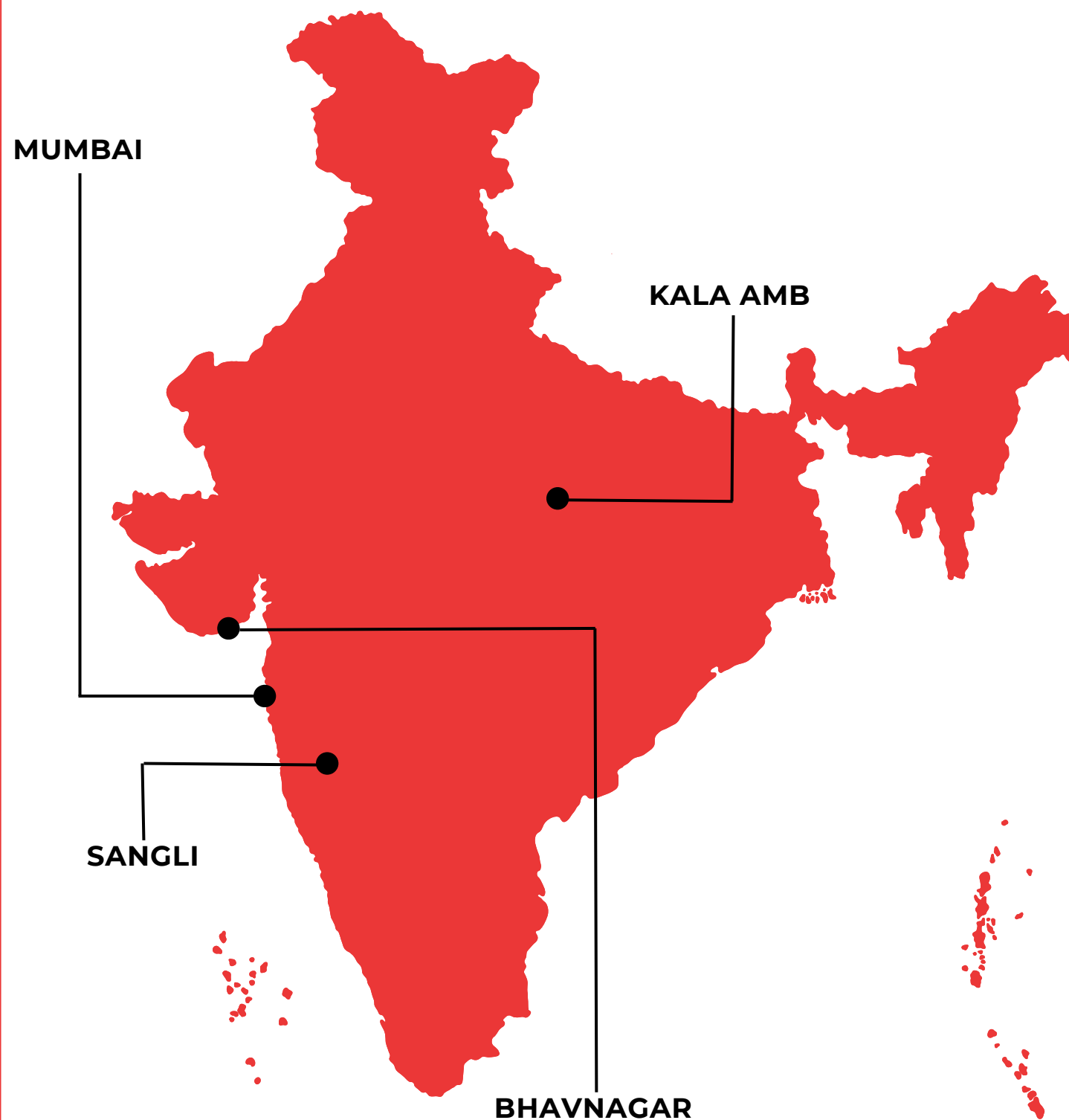


BILLET

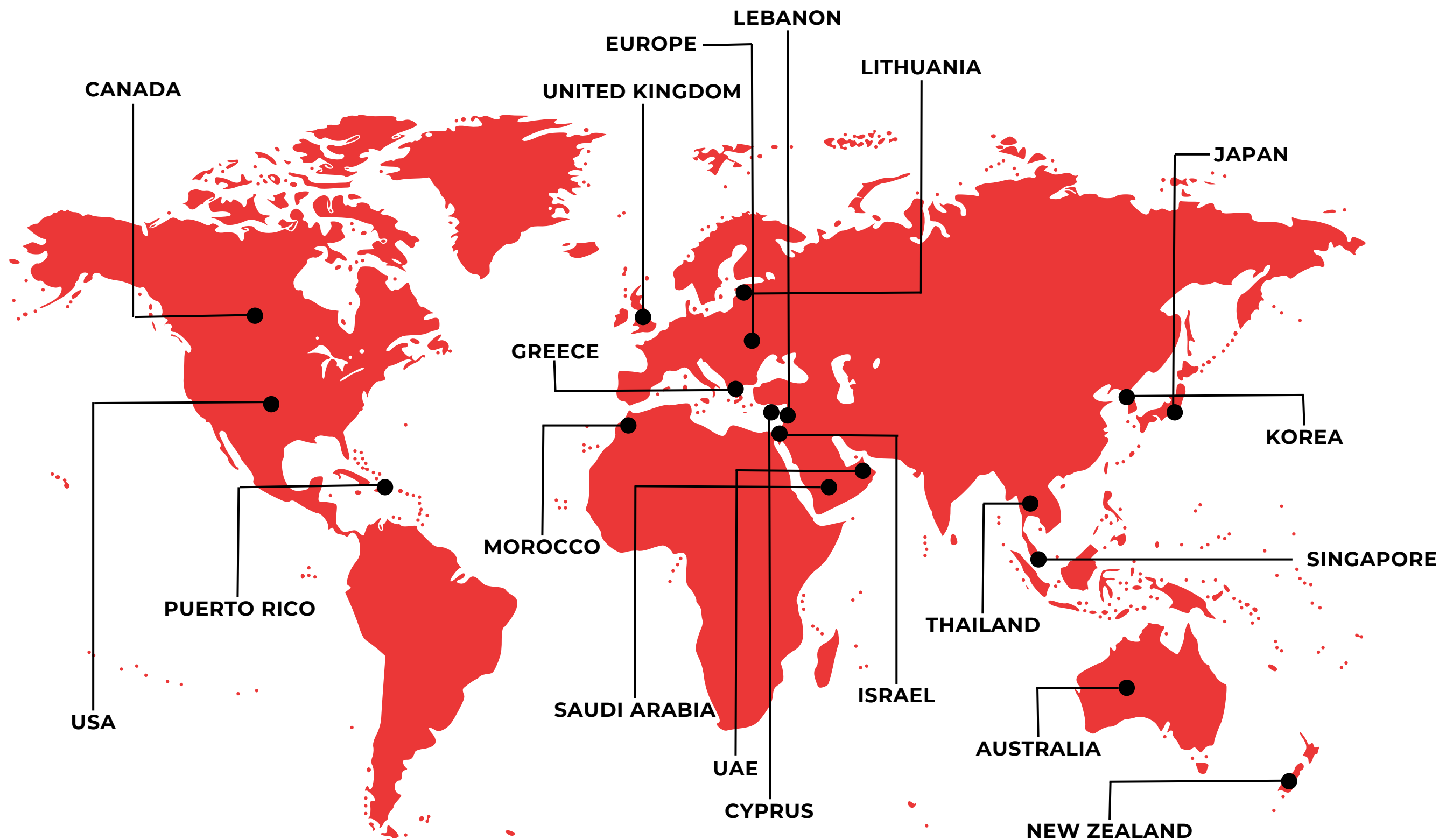


PROFILE

OUR DIVERSE PRESENCE



COUNTRIES WE HAVE IMPORTED FROM IN FY 2023-24



BOARD OF DIRECTORS

SUNDERLAL BOTHRA

(Managing Director)

Our commitment to innovation and sustainability has driven Bothra Metals and Alloys Limited to achieve exceptional growth and industry leadership. We thank our dedicated team and valued partners for their unwavering support. Together, we continue to set new benchmarks in the aluminum industry.



KISHANLAL BOTHRA

(Executive Director)

The aluminum industry has shown remarkable resilience and innovation, driving sustainable growth and technological advancements. As a key player, we are proud to contribute to its dynamic progress and future-ready solutions.



LUBDHA PORWAL

(Independent Director)

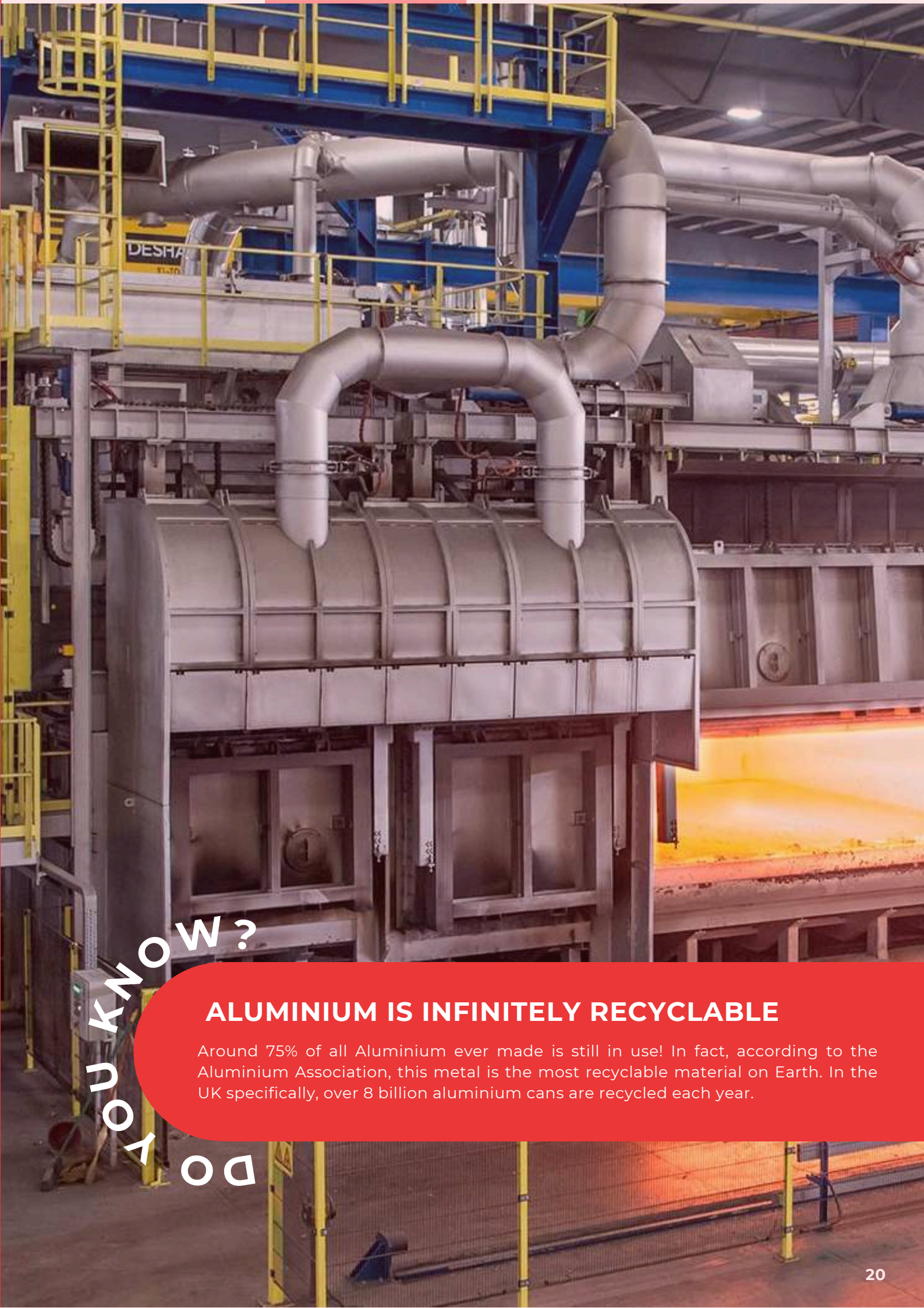
Bothra Metals and Alloys Limited (BMAL) has excelled this year with robust growth and innovation. Our commitment to quality and sustainability has strengthened our market position, meeting diverse industry needs and leading advancements in the aluminum sector.



ADITYA SUKHARAM SARAN

(Independent Director)

The aluminum industry is thriving, with global demand projected to grow by 6% annually due to its critical role in sustainable technologies and lightweight manufacturing.



DO YOU KNOW?

ALUMINIUM IS INFINITELY RECYCLABLE

Around 75% of all Aluminium ever made is still in use! In fact, according to the Aluminium Association, this metal is the most recyclable material on Earth. In the UK specifically, over 8 billion aluminium cans are recycled each year.

The background features a dark red gradient with several glowing red lines that resemble data trends or circuit traces. On the left side, there are several red circles of varying sizes, with the largest one containing the text. The overall aesthetic is modern and technical.

Statutory Report

NOTICE OF 23RD ANNUAL GENERAL MEETING

NOTICE is hereby given that the 23rd Annual General Meeting of the Members of Bothra Metals and Alloys Limited will be held on Thursday, 26th September, 2024 at 11.30 A.M at the Registered Office of the Company situated at Room No.15, 3rd Floor, 5, Bothra House, Assembly Lane, D.S.A. Lane, Mumbai - 400 002 to transact the following businesses:

ORDINARY BUSINESS

ITEM NUMBER 1: ADOPTION OF FINANCIAL STATEMENTS

To receive, consider, approve, and adopt the Audited Financial Statements of the Company for the year ended 31st March 2024 including the Audited Balance Sheet as of 31st March 2024, the Statement of Profit & Loss for the year ended on that date and the Report of the Board of Directors and Auditors thereon.

To Consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March 2024, including Audited Balance Sheet as at 31st March 2024, the Statement of Profit & Loss the financial year ended 31st March 2024 along with the Report of the Board of Directors and Auditors, as circulated to the Members of the Company and laid before the meeting, be and are hereby received, considered, approved and adopted.", 2024 along with the Report of the Board of Directors and Auditors, as circulated to the Members of the Company and laid before the meeting, be and are hereby received, considered, approved, and adopted."

ITEM NUMBER 2: DECLARATION OF DIVIDEND

"RESOLVED THAT the Board of Directors, after careful consideration of the Company's financial performance for the year ended 31st March 2024, has decided not to recommend any dividend for the financial year 2024."

ITEM NUMBER 3: APPOINTMENT OF DIRECTOR

To appoint a Director in place of Mr. Sunderlal L. Bothra (Din: 00737982) who retires by rotation and, being eligible, offers himself for re-election.

To Consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act 2013, Mr. Sunderlal L. Bothra (Din: 00737982), who retires by rotation at the 23rd Annual General Meeting and being eligible, offers himself for re-appointment, and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

ITEM NUMBER 4: APPROVAL OF REMUNERATION FOR MR. SUNDERLAL BOTHRA, MD

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 197, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modifications or re-enactment(s) thereof for the time being in force, the consent of the members of the Company be and is hereby accorded for the payment of remuneration of Rs. 1,25,000 (Rupees One Lakh Twenty-Five Thousand only) per month to Mr. Sunderlal Bothra, Director of the Company, with effect from 1st April 2024, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and are hereby authorized to do all acts, deeds, matters, and things as may be considered necessary, desirable, or expedient to give effect to this resolution."

Registered Office:

Bothra Metals & Alloys Limited
Room No.15, 3rd Floor, 5, Bothra House,
Assembly Lane, D.S.A. Lane, Mumbai - 400 002
CIN : L27100MH2001PLC133926

Date: 20th August, 2024

Place: Mumbai

For and on Behalf of Board of Directors

sd/-

Sunderlal Bothra

Managing Director

DIN: 00737982

NOTES :

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote, on a poll, instead of himself and the proxy need not be a member of the company. Proxy form, in order to be effective, must be received at the registered office of the company not less than forty-eight hours before the time fixed for the meeting.
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. a member holding more than ten percent of the total share capital may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- Pursuant to Section 108 of the Companies Act, 2013 the Company and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide an e-voting facility to all its members to cast their votes on all resolutions set forth in the notice of AGM. The voting rights will be on the basis of shareholding as of the cut-off date i.e. 19th September 2024 i.e. Any person who is a member of the Company as of the cut-off date is eligible to cast a vote on all the resolutions set forth in the notice.
- The attendance of the members attending the AGM shall be counted for the purpose of reckoning the quorum under s.103 of the Companies Act, 2013.
- An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts relating to Special Businesses to be transacted at the 23rd Annual General Meeting is attached hereto.
- Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
- All documents referred to in the accompanying Notice and Explanatory Statement, if any, shall be open for inspection at the registered office of the Company during normal business hours on all working days, up to and including the date of 23rd Annual General Meeting of the Company. AGM notice has been uploaded on the Company's website at www.bothrametals.com.
- Members holding shares in electronic form may note that bank particulars registered against their respective depository account will be used by the company for payment of dividends. The company or its Registrar M/s Link Intime Bharat Pvt. Ltd. cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to Depository Participants for the members.
- The Register of Members and Share Transfer Book of the Company shall remain closed from the 20th day of September 2024 to 26 the day of September 2024 (both days inclusive).
- Members holding shares in the dematerialized form are requested to intimate all changes pertaining to their Bank Details, National Electronic Clearing Services(NECS), Electronic Clearing Services(ECS), mandate, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc. to their 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 Registrar and Share Transfer Agent M/s Link Intime Bharat Pvt. Ltd. to provide efficient and better services. Member holding Shares in physical form are requested to intimate such changes to Company's Registrar and Share Transfer Agent.

- Member can avail of the nomination facility, under Section 72 of the Companies Act, 2013 by submitting Form No SH-13 as per rule 19(1) of the Companies (Share Capital and Debenture) Rules, 2014 with the company. A blank form will be made available on request.
- The Securities and Exchange Board of Bharat (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 PAN to their depository participants whom they are maintaining their Demat accounts. Members holding shares in physical forms can submit their PAN details to the Registrar and Share Transfer Agent/Share Department of the Company.
- The Securities and Exchange Board of Bharat (SEBI) has amended the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 whereby a request for transfer of securities shall not be processed unless the securities are held in dematerialized form with effect from April 1, 2019.
- In case of a joint holder attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- To support Green Initiative, the Members who have not registered their email addresses are requested to register the same with Registrar or Share Transfer Agent/Depositories for receiving all communications including Annual Report, Notices, Circular, etc. From the Company electronically.
- Electronic copy of the Notice of the 23rd Annual General Meeting of the Company inter alia indicating the process is being also sent to all the members whose email Ids are registered with the Registrar or Share Transfer Agent/ Depository Participants for communication purposes. For members who have not registered their e-mail address, physical copies of the Notice of 23rd Annual General Meeting of the Company inter alia indicating the process are being sent in permitted mode.
- Members desiring any information relating to the accounts are requested to write to the company well in advance so as to enable the management to keep the information ready.
- All Documents referred to in the accompanying Notice and Explanatory Statement shall be open inspection at the registered office of the Company during normal business hours on all working days to and including the date of 23rd Annual General Meeting of the Company.

Registered Office:

Bothra Metals & Alloys Limited
Room No.15, 3rd Floor, 5, Bothra House,
Assembly Lane, D.S.A. Lane, Mumbai - 400 002
CIN : L27100MH2001PLC133926

Date: 20th August, 2024
Place: Mumbai

For and on Behalf of Board of Directors

sd/-
Sunderlal Bothra
Managing Director
DIN: 00737982

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013

ITEM NUMBER 4: APPROVAL OF REMUNERATION FOR MR. SUNDERLAL BOTHRA, DIRECTOR

The Board of Directors of the Company has, subject to the approval of the shareholders, decided to fix the remuneration of Mr. Sunderlal Bothra, Director, at Rs. 1,25,000 per month from 1st April 2024, in accordance with the provisions of the Companies Act, 2013. The remuneration is aligned with the duties and responsibilities entrusted to him and is in line with industry standards.

Registered Office:

Bothra Metals & Alloys Limited
Room No.15, 3rd Floor, 5, Bothra House,
Assembly Lane, D.S.A. Lane, Mumbai - 400 002
CIN : L27100MH2001PLC133926

Date: 20th August, 2024

Place: Mumbai

For and on Behalf of Board of Directors

sd/-

Sunderlal Bothra
Managing Director
DIN: 00737982

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

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

To,
The Members,
M/s Bothra Metals and Alloys Limited
Room no.15 3rd floor 5 Gulab Ben Trust building (Bothra House),
Assembly lane D.S.A lane, Kalbadevi, Mumbai, Maharashtra, Bharat, 400002

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by BOTHRA METALS AND ALLOYS LIMITED (hereinafter called the Company). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. 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 ended on 31st March 2024, 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 have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period ended on 31st March 2024 according to the provisions of:

- The Companies Act, 2013 (the Act) and the rules made thereunder ;
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing- (Not applicable during the reporting period)
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of Bharat Act, 1992 ('SEBI Act') to the extent applicable to the Company:-
 - The Securities and Exchange Board of Bharat (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- Not applicable to the Company during the Audit Period;
 - The Securities and Exchange Board of Bharat (Prohibition of Insider Trading) Regulations, 2015;

- The Securities and Exchange Board of Bharat (Issue of Capital and Disclosure Requirements) Regulations, 2018- Not Applicable as the Company has not issued any further share capital during the period under review;
- Securities and Exchange Board of Bharat (Share Based Employee Benefits and Sweat Equity) Regulations, 2021-Not applicable to the Company during the Audit Period;
- The Securities and Exchange Board of Bharat (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable to the Company during the Audit Period;
- The Securities and Exchange Board of Bharat (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- The Securities and Exchange Board of Bharat (Delisting of Equity Shares) Regulations, 2021- Not applicable to the Company during the Audit Period;
- The Securities and Exchange Board of Bharat (Buyback of Securities) Regulations, 2018-Not applicable to the Company during the Audit Period;
- We have relied on the Management representation made by the Company & its Officers for system and mechanism formed by the Company for compliances under other laws as applicable specifically to the Company broadly covering Product Laws, Pollution Laws, Manufacturing Laws, Safety Laws and other General and Commercial Laws including Industrial Laws & Labour Laws.
- I have also examined compliance with the applicable clauses of the following:
 - Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of Bharat
 - The Listing Agreements entered into by the Company with Bombay Stock Exchange.

I have not examined compliance by the Company with Applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc. mentioned above.

I FURTHER REPORT THAT:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent as per the Act, 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.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

- The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;
- We also report that the compliances of other applicable laws, as listed in Para (VI) above, are based on the management certifications and further reporting to the Board through agenda papers.

I FURTHER REPORT THAT:

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, and Standards, as mentioned above subject to following Observations / Report:

- During the period, the company has also been served with the notice of BSE Limited for Fines as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 regarding for not complying for non-compliant with SEBI LODR 2015/non-payment of SOP fine. Further, the company had made an application to BSE for waiver of penalty in connection to the non-compliances.

I FURTHER REPORT THAT

The Company has responded to notices for demands, claims, penalties etc., levied by various statutory /regulatory authorities and initiated actions for corrective measures, wherever found necessary.

I FURTHER REPORT THAT

Based on review of compliance mechanism established by the Company, we are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For M/s Vinesh K Shah & Associates
COMPANY SECRETARIES

Sd/-

Vinesh K Shah

Place: Mumbai

Dated: 16th August, 2024

UDIN: F006449F000986967

FCS No. : 6449

COP No.: 7000

BOARD'S REPORT

Dear Members,
Your Directors have pleasure in presenting the 23rd Annual Report together with the Audited Financial Statements of your Company for the financial year ended March 31, 2024.

FINANCIAL HIGHLIGHTS

The Company's financial performance for the financial year ended 31st March 2024 is summarised below:

(In Lakhs)

Particulars	FY 2023-24	FY 2022-23
Revenue from Operations	2852.16	00
Other Income	1.49	3066.68
Total Revenue	2853.64	3066.68
Cost of Material Consumed	2620.30	00
Purchase of traded goods	00	00
Changes in Inventories of Finished goods, traded goods and WIP	00	00
Employee Benefit Expense	5.34	.22
Financial Costs	100.58	126.85
Depreciation and Amortization Expense	26.30	33.21
Other Expenses	69.91	3030.40
Total Expenses	2822.44	3190.67
Profit before exceptional and extraordinary items and tax	31.20	-123.99
Exceptional Items	00	00
Profit before Extraordinary Items and Tax	31.20	-123.99
Extraordinary Items		
Profit Before tax	31.20	-123.99
Add: Mat Credit Entitlement	00	00
Tax Expense:		
(1) Current tax	00	00
(2) Deferred tax	-2.66	10.70
Profit/(Loss) from the period from continuing operations (A)	28.54	-113.29

Discontinuing Operations	00	00
Profit/(Loss) from Discontinuing Operations (B)	00	00
Profit/(Loss) for the period (A+B)	28.54	-113.29
Earnings Per Share		
(1) Basic	0.15	-0.61
(2) Diluted	0.15	-0.61

1. OVERVIEW AND STATE OF THE COMPANY'S AFFAIRS

Financial

The Company's financial performance for the financial year ended 31st March 2024 is summarised below:

- The company achieved a total revenue of ₹2,853.64 million, primarily driven by strong operational performance.
- Cost of materials consumed remains the largest expense, accounting for ₹2,620.30 million, reflecting efficient use of resources.
- Financial costs, amounting to ₹100.58 million, highlight the impact of borrowings and financing on overall profitability.
- The company successfully managed its tax liabilities with a deferred tax gain of ₹2.66 million, contributing to a net profit of ₹28.54 million for the period.

By presenting these financial and operational highlights, the company's improved performance and strategic management can be effectively communicated to stakeholders, showcasing a positive outlook and future potential.

2. IMPORTS

For the financial year ended 31st March 2024 company was majorly involved in importing and trading of Aluminium Scrap mainly Tread and Taint Tabor from many countries like USA, Israel, United Kingdom, Different parts of Europe and many other.

Operational

The Company's operational performance for the financial year ended 31st March 2024 is summarised below:

- The employee benefit expense increased to ₹5,34,180 from ₹21,822, reflecting the company's investment in its workforce to drive growth and productivity.
- The cost of material consumed was managed effectively at ₹26,20,29,942, ensuring optimal utilization of resources and cost control.
- The financial costs reduced from ₹1,26,84,990 in 2023 to ₹1,00,58,477 in 2024, showcasing better financial management and reduced debt servicing costs.
- The depreciation and amortization expense decreased from ₹3,30,20,568 to ₹2,63,02,56, indicating efficient asset management.

3. DIVIDEND

After a thorough review of the company's financial position and in light of our strategic plans for expansion and growth, the Board of Directors has concluded that it would be prudent to conserve resources at this juncture. Therefore, it has been decided not to recommend a dividend for the fiscal year 2023-24.

This decision aligns with our long-term vision of strengthening the company's financial foundation and ensuring its continued success. We believe that by reinvesting profits back into the business, we can capitalize on growth opportunities, enhance shareholder value, and secure a robust future for Bothra Metals and Alloys Limited.

4. FUTURE PROSPECTUS

Bothra Metals and Alloys Limited stands at the threshold of a new chapter, having recently navigated a successful settlement with the National Company Law Tribunal (NCLT) and emerged with a green chit. This milestone not only signifies the resolution of past challenges but also marks the beginning of a transformative journey for a company with a rich legacy in the manufacturing of Aluminium Extrusion Profiles, Billets, and Ingots, as well as the import and trading of Metal Scrap. With its financial foundations now stronger than ever, Bothra Metals and Alloys Limited is poised to quickly regain its footing and chart a course for accelerated growth.

Market penetration and expansion are key objectives, with Bothra Metals and Alloys Limited focusing on increasing its presence in existing markets while exploring new territories to fuel business growth. Sustainability and innovation are integral to the company's ethos, with plans to further reduce its environmental impact and explore green initiatives within the aluminum production process.

Financial stability and strategic growth are at the forefront, with Bothra Metals and Alloys Limited well-positioned to consider acquisitions, partnerships, and investments that align with its long-term goals. The company invites investors to be part of this exciting journey, offering a unique opportunity to invest in a revitalized and forward-thinking enterprise within the metals industry.

As Bothra Metals and Alloys Limited embarks on this path of transformation, it aims to solidify its position as a leading global player in aluminum manufacturing and trading. With a clear vision, a robust financial foundation, and a dedicated team, the company is set to achieve significant milestones in the coming years. We extend an invitation to investors to join us in building a stronger, more sustainable, and more profitable future for Bothra Metals and Alloys Limited.

5. HEALTH, SAFETY & ENVIRONMENT

At Bothra Metals and Alloys Limited, we are convinced that our prosperity is closely linked to our dedication to environmental sustainability, the well-being and safety of our employees, and fulfilling our social obligations. In this Annual Report for 2022-23, we aim to underscore our persistent endeavors and successes in these critical domains.

Preserving the Environment

At Bothra Metals and Alloys Limited, safeguarding and conserving the environment is a core principle. We are unwavering in our efforts to minimize our ecological footprint and actively promote sustainable practices throughout all our operations. Our dedication to environmental responsibility is evident in every aspect of our activities, ensuring we contribute positively to the planet.

Well-being and Security

The health and safety of our staff, contractors, and the communities around us are our utmost priorities. We are devoted to maintaining a secure and healthy workspace for all our stakeholders. We stay alert to ensure the welfare of everyone connected with our company.

Corporate Citizenship

We hold the belief that corporate responsibility extends beyond our business activities. Bothra Metals and Alloys Limited is deeply involved with the communities where we conduct our operations, aiming to create a positive difference. We take pride in our contributions to the social progress of the areas we are present in, and we remain dedicated to advancing these initiatives.

Future Perspectives

As we progress, we acknowledge that our duty to the environment, health, safety, and society is an enduring path. We are committed to consistently enhancing our performance in these fields and setting more ambitious goals for our achievements. By embedding sustainable practices into our business approaches, nurturing a safety-first culture, and addressing the social requirements of our communities, we aim to generate lasting value for our stakeholders.

6. INDUSTRY OUTLOOK

International

In the international arena, the metals and alloys industry has experienced a complex set of challenges and opportunities over the past year. The global economic landscape has been marked by fluctuating demand, driven by factors such as changes in consumer behaviour, technological advancements, and the recovery from the global pandemic. Emerging markets have shown significant potential for growth, particularly in sectors like automotive, construction, and renewable

energy, which are key consumers of aluminum products.

The international focus on sustainability and the push towards a low-carbon economy have also influenced the industry. There is a growing demand for lightweight, durable, and recyclable materials like aluminum, which can contribute to reducing carbon emissions. This has led to an increase in investment in innovative production technologies and recycling processes.

Geopolitical tensions and trade policies have introduced elements of uncertainty, affecting raw material prices and supply chains. Despite these challenges, Bothra Metals and Alloys Limited remains optimistic about the international market's potential. We are committed to expanding our global footprint, exploring new markets, and forging strategic partnerships to capitalize on emerging opportunities.

Domestic

The domestic industry outlook for metals and alloys in Bharat has been characterized by a robust recovery and promising growth prospects. The Bharatn economy's resilience and the government's focus on infrastructure development, urbanization, and the Make in Bharat initiative have created a favorable environment for the industry.

The domestic market for aluminum products, in particular, has seen a surge in demand due to increased construction activities, growth in the automotive sector, and the expansion of consumer durables manufacturing. The government's push for renewable energy and the adoption of energy-efficient solutions have further boosted the demand for aluminum.

Bothra Metals and Alloys Limited is well-positioned to leverage these domestic trends. We are investing in capacity expansion, enhancing our product portfolio, and strengthening our distribution network

to meet the burgeoning demand. Our commitment to quality, innovation, and customer service ensures that we remain a preferred partner for our clients in the dynamic Bharatn market.

As we navigate the evolving industry landscape, Bothra Metals and Alloys Limited remains dedicated to maintaining its leadership position through strategic initiatives and a customer-centric approach. By prioritizing innovation and efficiency, we are committed to delivering sustainable growth and value to our stakeholders in both international and domestic markets. Our confidence lies in our ability to adapt and thrive, ensuring that we meet the needs of our customers while fostering long-term relationships. This approach guarantees continued success and reinforces our standing as a leader in the industry.

8. CONVERSATION OF ENERGY, TECHNOLOGY, ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO.

As required under provisions of Section 134 of the Companies Act, 2013 and read with Rule 8(3) of Companies (Accounts) Rules, 2014 details relating to conservations of Energy, and Foreign Exchange Earnings and Outgo are given below:

Kala-amb (Himachal Pradesh)

Power and Fuel Consumption

Conservation Of Energy	FY 2023-24	FY 2022-23
Electricity Purchased		
Quantity (In Units)	Nil	Nil
Total Amount in (In Lakhs)	Nil	Nil
Rate/Unit (`)	Nil	Nil
Furnace Oil & Other Fuel		
Quantity (In Ltr.)	Nil	Nil
Total Amount (In Lakhs)	Nil	Nil
Rate/ Litre (`)	Nil	Nil

The plant is not in production

7. INTERNAL CONTROL SYSTEM AND ADEQUACY

Company ensures the presence of effective internal control systems across all operational domains. It utilizes the services of Internal & external auditors periodically, alongside in-house expertise and resources. The company consistently enhances these systems to align with the most advanced practices in the field.

The reports and discrepancies identified are frequently deliberated upon with the management and committee members, with appropriate action taken whenever required. An independent audit committee appointed by the board assesses the sufficiency of the internal control measures in place.

Consumption Per Unit of Production

Particulars	FY 2023-24	FY 2022-23
Electricity Purchased		
Total Amount (In Lakhs)	Nil	Nil
Production at Kala-Amb (In Kgs.)	Nil	Nil
Rate/Kgs	Nil	Nil
Furnace Oil & Other Fuel		
Total Amount (In Lakhs)	Nil	Nil
Production at Kala-Amb (In Kgs)	Nil	Nil
Rate/kgs(`)	Nil	Nil

The plant is not in production

Sangli (Maharashtra)

Power and Fuel Consumption

Conservation Of Energy	FY 2023-24	FY 2022-23
Electricity Purchased		
Quantity (In Units)	Nil	Nil
Total Amount in (In Lakhs)	Nil	Nil
Rate/Unit (`)	Nil	Nil
Furnace Oil & Other Fuel		
Quantity (In Ltr.)	Nil	Nil
Total Amount (In Lakhs)	Nil	Nil
Rate/ Litre (`)	Nil	Nil

The plant is not in production

Consumption Per Unit of Production

Particulars	FY 2023-24	FY 2022-23
Electricity Purchased		
Total Amount (In Lakhs)	Nil	Nil

Production at Kala-Amb (In Kgs.)	Nil	Nil
Rate/Kgs	Nil	Nil
Furnace Oil & Other Fuel		
Total Amount (In Lakhs)	Nil	Nil
Production at Kala-Amb (In Kgs)	Nil	Nil
Rate/kgs(`)	Nil	Nil

9. TECHNOLOGY ABSORPTION, RESEARCH & DEVELOPMENT

As required under provisions of Section 134 of the Companies Act, 2013 and read with Rule 8(3) of Companies (Accounts) Rules, 2014 details relating to conservations of Energy, and Foreign Exchange Earnings and Outgo are given below:

10. FOREIGN EXCHANGE INFLOW & OUTFLOW

For the Fiscal Year 2023-24 the flow of forex transaction is as follow:

Particulars	FY 2023-24	FY 2022-23
Foreign Exchange Inflows	INR 41,13,814	Nil
Foreign Exchange Outflows	INR 24,70,73,051	Nil
Actual Received/(Paid)	INR 24,29,59,237	Nil

11. SHARE CAPITAL

As of 31st March 2024, the Paid-Up Equity Share Capital stood at Rs. 18.52 Crores. Throughout the year under review, the company did not issue any shares with differential voting rights, nor did it grant stock options or sweat equity shares.

12. STEPS IN MANUFACTURING AND PROCUREMENT

At Bothra Metals and Alloys Limited, we are committed to continuously enhancing our operational efficiencies and exploring new avenues for business growth. As part of our strategic initiatives, we have undertaken several steps in manufacturing and procurement to drive excellence in our operations. We place great emphasis on

optimizing our manufacturing processes to improve overall productivity and yield. By leveraging advanced technologies and adopting best practices, we strive to enhance the efficiency of our manufacturing operations, minimize waste, and maximize output. Quality is at the core of our manufacturing operations. We adhere to stringent quality control measures to deliver products that meet the highest industry standards. Efficient procurement and supply chain management are critical for our success. We work closely with our suppliers to establish strong partnerships and ensure a reliable supply of raw materials.

13. MAJOR EXPANSION PLAN

Bothra Metals and Alloys Limited is pleased to unveil its ambitious expansion plan, capitalizing on the promising trends in the Bharatn and international markets for metal scrap and aluminium extrusion profiles. In light of the remarkable growth in these sectors, the company is strategically poised to embark on a significant expansion journey. Recognizing the enormous potential of the metal scrap industry, we plan to leverage our network in the metal industry to meet the escalating demand for metal scrap both domestically and internationally. The metal scrap industry has witnessed substantial growth, with a global market size estimated to reach \$406.16 billion by 2027, driven by increasing industrialization, infrastructure development, and the growing focus on sustainable practices. Furthermore, we are excited to announce our intention to establish a new manufacturing facility dedicated to aluminium extrusion profiles. Equipped with state-of-the-art technology and modern machinery, this facility will enable us to produce high-quality aluminium profiles that meet the stringent requirements of various industries. The global aluminium extrusion market is experiencing significant growth, with a projected CAGR of 4.9% from 2021 to 2028. Our expansion plan combines the utilization of our existing manufacturing unit and the establishment of a new state-of-the-art aluminium extrusion profile unit. This strategic move positions us to capitalize on the growing market demand, expand our customer base, and create value for our stakeholders. Through continuous innovation, implementation of best practices, and a customer-centric approach, we are confident in our ability to thrive in the dynamic metal industry.

14. AUDIT COMMITTEE

The Audit Committee of the Board of Directors of the company comprises Mrs. Lubdha Porwal as Chairman, Mr. Sunderlal Bothra, and Mr. Aditya Sukharam Saran as members. The Company Secretary acts as Secretary of the Committee. The Statutory Auditor, The Cost Auditor, and the Chief Financial Officer are permanent invitees to the meeting. The details of all related party transactions, if any, are placed before the Audit Committee. During the Year there were no instances where the board has not accepted the recommendation of the Audit Committee. The Audit Committee has also been responsible for monitoring and reviewing risk management assessment and minimization procedures, implementing and monitoring the risk management plan and identifying, reviewing, and mitigating all elements of risks to which the Company may be exposed.

16. NOMINATION AND REMUNERATION COMMITTEE

A Nomination and Remuneration Committee was constituted which comprises Mr. Aditya Sukharam Saran as chairman Mr. Sunderlal Bothra, and Mrs. Lubdha Porwal as members of the Committees. The Company Secretary acts as the Secretary of the Committee. The Company has delegated the responsibility for share transfer and other routine share maintenance work to the Company Secretary and M/s Link Intime Bharat Pvt. Ltd., The Registrar and Share Transfer Agent of the Company. All requests for dematerialization and rematerialization of shares, transfer or transmission of shares and other share maintenance matters are completed within 10 days of receipt of valid and complete documents. Minutes of the committee meeting are circulated to all Directors and discussed at the Board Meeting.

17. VIGIL MECHANISM/WHISTLE BLOWER POLICY

In compliance with provisions of Section 177(9) of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Company has framed a Whistle Blower Policy/Vigil Mechanism to report concerns about the Company's working or any violation of its policies

18. BOARD EVALUATION

Under the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, In the preparation of the annual accounts for the financial year ended 31st March 2024, the applicable accounting standards have been followed; Appropriate accounting policies have been selected and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of profit and loss of the company for the period. Proper and sufficient care has been taken for the maintenance of adequate accounting records following the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities. The annual accounts have been prepared on a going-concern basis. Internal financial controls laid down by the Directors have been followed by the company and such internal financial controls are adequate and are operating effectively. A proper system to ensure compliance with the provision of all applicable laws was in place and was adequate and operating effectively. The board has carried out an annual performance evaluation of its performance, the directors' individual as well as the evaluation of the working of its Audit, Nomination, and Remuneration Committees.

19. RISK MANAGEMENT

Risk Management is the process of identification, assessment, and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid a comprehensive Risk Assessment and Minimization Procedure, which is reviewed by the Audit Committee and approved by the Board from time to time. These procedures are reviewed to ensure that executive management controls risks through means of a properly defined framework.

20. EXTRACTS OF ANNUAL REPORT

The details forming part of the extracts of the Annual Return in Form MGT-9 as required under section 92 of the Companies Act, 2013, is marked as Annexure "A" which is annexed hereto and forms part of the Board Report.

21. DECLARATION BY INDEPENDENT DIRECTOR

Mr. Aditya Sukharam Saran and Mrs. Lubdha Porwal are Independent Directors on the Board of the Company. The company has received declarations from all Independent Directors of the company confirming that they meet the criteria of Independence as prescribed both under the Companies Act, 2013 and Clause 49 of the Listing Agreement.

22. SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s Vinesh K Shah & Associates practising Company Secretaries to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended 31st March 2024 is annexed herewith.

23. DIRECTOR'S RESPONSIBILITY STATEMENT

According to Section 134(3)(c) of the Companies Act, 2013, the Directors to the best of their knowledge and belief confirm that :

- In the preparation of the annual accounts for the financial year ended 31st March 2024, the applicable accounting standards have been followed;
- Appropriate accounting policies have been selected and applied consistently and judgments and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for the period.
- Proper and sufficient care has been taken for the maintenance of adequate accounting records by the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities.
- The annual accounts have been prepared on a going-concern basis.
- Internal financial controls laid down by the Directors have been followed by the company and such internal financial controls are adequate and are operating effectively.
- A proper system to ensure compliance with the provision of all applicable laws was in place and was adequate and operating effectively.

24. ACKNOWLEDGEMENT

Your Directors record their deep appreciation for the encouragement, assistance and cooperation received from members, government authorities, banks and customers. They also thank them for the trust reposed in the Management and wish to thank all employees for their commitment and contributions.

For Bothra Metals & Alloys Ltd.

sd/-
Sunderlal Bothra
Managing Director
DIN: 00737982

For Bothra Metals & Alloys Ltd.

sd/-
Kishanlal Bothra
Director
DIN: 00738027

Place: Mumbai
Date: 20th August 2024

EXTRACT OF ANNUAL REPORT

As on financial year ended 31 March 2024

(Persuant to Section 92(3) of the Companies Act, 2013 read with The Companies (Management and Administration) Rules, 2014)

FORM No. MGT-9

REGISTRATION AND OTHER DETAILS

CIN	L27100MH2001PLC133926
Registration Date	9 November 2001
Name of the company	Bothra Metals & Alloys Ltd.
Category/ Sub-category of the company	Public Company Listed by Shares
Address of the registered office	Room Number 15, Third Floor, Bothra House, 5, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi, Mumbai, Maharashtra - 400002, Bharat
Whether listed company	Yes
Name, address and contact details of the Registrar and Transfer Agent, If any	Link Intime Bharat Pvt. Ltd C-101, 247 Park, LBS.Marg, Vikhroli (West), Maharashtra, Mumbai - 400083

BUSINESS ACTIVITY OF THE COMPANY

Name and Description of main products / Services	NIC Code of the product	% of total turnover of the company
Manufacturing and trading of Aluminium Profile	24202	1.09%
Import and trading of Aluminium and other metal scrap	46909	98.91%

PARTICULARS OF HOLDINGS, SUBSIDIARY, AND ASSOCIATE COMPANY

Name and Address of the company	CIN/GLN	Holdings/Subsidiary/ Associate Company	% of shares held
-	-	-	-

SHAREHOLDING PATTERN

SHAREHOLDING OF PROMOTER

Shareholders Name	Shareholding at the beginning of the year 2023			Shareholding at the end of the year 2024			% change in shareholding during the year
	Number of shares held	% of share of company	% of share pledged	Number of shares held	% of share of company	% of share pledged	
Manju S Bothra	3366280	'18.1798	'0.0000	3366280	'18.1798	'0.0000	'0.0000
Sunderlal Likhmichand Bothra	2969480	'16.0368	'0.0000	2969480	'16.0368	'0.0000	'0.0000
Kishanlal Likhmichand Bothra	1665240	'8.9932	'0.0000	1665240	'8.9932	'0.0000	'0.0000
Sardarmal Chhogaram Suthar	1449820	'7.8298	'0.0000	1449820	'7.8298	'0.0000	'0.0000
Sayardevi L Bothra	1388640	'7.4994	'0.0000	1388640	'7.4994	'0.0000	'0.0000
Narendrakumar L Bothra	1284700	'6.9381	'0.0000	1284700	'6.9381	'0.0000	'0.0000
Dimple K Bothra	1055000	'5.6976	'0.0000	1055000	'5.6976	'0.0000	'0.0000
Madhu Narendra Bothra	198140	'1.0701	'0.0000	198140	'1.0701	'0.0000	'0.0000
Moolchand Bothra	133500	'0.7210	'0.0000	133500	'0.7210	'0.0000	'0.0000
Sunderlal Bothra (HUF)	107420	'0.5801	'0.0000	107420	'0.5801	'0.0000	'0.0000
Narendra Bothra (HUF)	8420	'0.0455	'0.0000	8420	'0.0455	'0.0000	'0.0000
Total	13626640	'73.5913	'0.0000	13626640	'73.5913	'0.0000	'0.0000

CATEGORYWISE SHAREHOLDING PATTERN

Sr. No.	Category of shareholders	Shareholding at the beginning of the year 2023				Shareholding at the end of the year 2024				% change in shareholding during the year
		Demat	Physical	Total	%of total shares	Demat	Physical	Total	%of total shares	
A	Shareholding of Promoter and Promoter Group									
1	Bharatn									
a	Individuals / Hindu Undivided Family	13626640	0	13626640	'73.5913	13626640	0	13626640	'73.5913	'0.0000
b	Central Government / State Government	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
c	Financial Institution / Banks	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
d	Any other (Specific)									
	Sub Total of A 1	13626640	0	13626640	'73.5913	13626640	0	13626640	'73.5913	'0.0000
2	Foreign									
a	Non-Resident Individuals / Foreign Individuals)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
b	Government	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
c	Institutions	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
d	Foreign Portfolio Investor	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
e	Any other (Specify)									
	Sub Total of A2	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
	Total Shareholding of Promoter and Promoter Group (A=A1+A2)	13626640	0	13626640	'73.5913	33587760	19961120	13626741	'73.5919	'0.0006
B	Public Shareholding									
1	Institutions									
a	Mutual Funds / UTI	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
b	Venture Capital Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
c	Alternate Investment Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
d	Foreign Venture Capital Investor	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
e	Foreign Portfolio Investor	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
f	Financial Institutions / Banks	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
g	Insurance Companies	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
h	Provident Funds / Pension Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000

Sr. No.	Category of shareholders	Shareholding at the beginning of the year 2023				Shareholding at the end of the year 2024				% change in shareholding during the year
		Demat	Physical	Total	%of total shares	Demat	Physical	Total	%of total shares	
i	Any other (Specify)									
	Subtotal of B1	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
2	Central Government / State Government(s) /President of Bharat									
	Subtotal of B2	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
3	Non-Institutions									
a	Individual									
i	Individual shareholders holding nominal share capital upto Rs. 1 Lakh	650000	0	650000	'3.5104	740000	0	740000	'3.9964	'0.4860
ii	Individual shareholders holding nominal share capital in excess to Rs, 1 Lakh	2836000	0	2836000	'15.3160	2752000	0	2752000	'14.8623	'-0.4537
b	NBFCs registered with RBI	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
c	Overseas Depositories (Holding DRs) (Balancing figures)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
d	Any other (Specify)									
e	Hindu Undivided Family	226000	0	226000	'1.2205	220000	0	220000	'1.1881	'-0.0324
	Non Resident Bharatns (Repeat)	4000	0	4000	'0.0216	8000	0	8000	'0.0432	'0.0216
	Clearing members	4000	0	4000	'0.0216	0	0	0	'0.0000	'-0.0216
	Bodies Corporate	1170000	0	1170000	'6.3186	1170000	0	1170000	'6.3186	'0.0000
	Subtotal of B3	1404000	0	1404000	'7.5824	1398000	0	1398000	'7.5500	'-0.0324
	Total Public Shareholding (B=B1+B2+B3)	1404000	0	1404000	'7.5824	1398000	0	1398000	'7.5500	'-0.0324
	Total of A+B	1404000	0	1404000	'7.5824	1398000	0	1398000	'7.5500	'-0.0324
C	Non Promoter - Non Public									
1	Shares Underlying DRs									
	Custodian/DR Holder	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
2	Shares held by Employee Trust									
	Employee Benefit Trust (Under SEBI [Share Based Employee Benefit] Regulations, 2014)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
	Total Non Promoter - Non Public Shareholding (C=C1+C2)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
	Total of A+B+C	1404000	0	1404000	'100.0000	1398000	0	1398000	'100.0000	

SHAREHOLDING PATTERN OF TOP 10 SHAREHOLDER

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2023		Transactions during the year		Cumulative Shareholding at the end of the year - 2024	
		No. of Shares Held	% of total share of the company	Date of Transaction	No. of shares	No. of Shares Held	% of total share of the company
1	SEROON MARKETING PRIVATE LIMITED	644000	3.4780			644000	3.4780
	At the end of the year					644000	3.4780
2	MAHAVEER EXTRUSIONS PRIVATE LIMITED	524000	2.8299			524000	2.8299
	At the end of the year					524000	2.8299
3	VINAY CHAND JAIN	452000	2.4410			452000	2.4410
	At the end of the year					452000	2.4410
4	TOLARAM BOTHRA	272000	1.4689			272000	1.4689
	At the end of the year					272000	1.4689
5	ROSHAN RAJENDRA SETHIA	164000	0.8857			164000	0.8857
	At the end of the year					164000	0.8857
6	SUNAINA LUNKAR	64000	0.3456			64000	0.3456
	Transfer			07 April 2023	4000	68000	0.3672
	Transfer			28 April 2023	16000	84000	0.4536
	Transfer			12 May 2023	4000	88000	0.4752
	Transfer			16 June 2023	20000	108000	0.5833
	Transfer			14 July 2023	8000	116000	0.6265
	At the end of the year					120000	0.6481
7	SHEELA SUNIL KOTHARI	112000	0.6049			112000	0.6049
	At the end of the year					112000	0.6049
8	ATUL M PALDECHA	60000	0.3240			60000	0.3240
	At the end of the year					60000	0.3240
9	SURESH PHOOLCHAND BAPNA HUF	60000	0.3240			60000	0.3240
	At the end of the year					60000	0.3240
10	ANKITA SURESH BAPNA	52000	0.2808			52000	0.2808
	At the end of the year					52000	0.2808

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2023		Transactions during the year		Cumulative Shareholding at the end of the year - 2024	
		No. of Shares Held	% of total share of the company	Date of Transaction	No. of shares	No. of Shares Held	% of total share of the company
11	VIKASH VIMAL MANOT	78000	0.4212			78000	0.4212
	Transfer			22 December 2023	(72000)	6000	0.0324
	At the end of the year					6000	0.0324
12	AKSHAY H KOTHARI	82000	0.4428			82000	0.4428
	Transfer			28 April 2023	(16000)	66000	0.3564
	Transfer			16 June 2023	(12000)	54000	0.2916
	Transfer			14 July 2023	(8000)	46000	0.2484
	Transfer			22 December 2023	(44000)	2000	0.0108
	At the end of the year					2000	0.0108

Notes:

- Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 18516640 Shares.
- The details of holding has been clubbed based on PAN.
- % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

CHANGE IN PROMOTERS SHAREHOLDING

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2023		Transactions during the year		Cumulative Shareholding at the end of the year - 2024	
		No. of Shares Held	% of total share of the company	Date of Transaction	No. of shares	No. of Shares Held	% of total share of the company
1	MANJU S BOTHRA	3366280	18.1798			3366280	18.1798
	At the end of the year					3366280	18.1798
2	SUNDERLAL LIKHIMICHAND BOTHRA	2683780	14.4939			2683780	14.4939
	At the end of the year					2683780	14.4939
3	KISHANLAL LIKHAMICHAND BOTHRA	1655960	8.9431			1655960	8.9431
	At the end of the year					1655960	8.9431
4	SARDARMAL CHHOGARAM SUTHAR	1449820	7.8298			1449820	7.8298
	At the end of the year					1449820	7.8298

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2023		Transactions during the year		Cumulative Shareholding at the end of the year - 2024	
		No. of Shares Held	% of total share of the company	Date of Transaction	No. of shares	No. of Shares Held	% of total share of the company
5	SAYARDEVI L BOTHRA	1388640	7.4994			1388640	7.4994
	At the end of the year					1388640	7.4994
6	NARENDRA KUMAR BOTHRA	1284700	6.9381			1284700	6.9381
	At the end of the year					1284700	6.9381
7	DIMPLE K BOTHRA	1055000	5.6976			1055000	5.6976
	At the end of the year					1055000	5.6976
8	SUNDERLAL LIKHMICHAND BOTHRA	285700	1.5429			285700	1.5429
	At the end of the year					285700	1.5429
9	MADHU NARENDRA BOTHRA	198140	1.0701			198140	1.0701
	At the end of the year					198140	1.0701
10	BOTHRA MOOLCHAND	133500	0.7210			133500	0.7210
	At the end of the year					133500	0.7210
11	SUNDER LAL BOTHRA (HUF)	107420	0.5801			107420	0.5801
	At the end of the year					107420	0.5801
12	KISHANLAL LIKHAMICHAND BOTHRA	9280	0.0501			9280	0.0501
	At the end of the year					9280	0.0501
13	NARENDRA BOTHRA (HUF)	8420	0.0455			8420	0.0455
	At the end of the year					8420	0.0455

Notes:

- Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 18516640 Shares.
- The details of holding has been clubbed based on PAN.
- % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

INDEBTNESS

	Secured Loan Excluding Deposit	Unsecured Loan	Deposits	Total Indebtedness
Indebtedness at the beginning of financial year				
Principal Amount		21,00,19,590		
Interest due but not paid		1,02,67,900		
Interest accrued but not due				
Total		22,02,87,490		
Net change in Indebtedness during the year				
Indebtedness at the End of the financial year				
Principal Amount		12,71,00,141		
Interest due but not paid		38,13,287		
Interest accrued but not due		89,21,055		
Total		13,98,34,483		

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSON**• Remuneration to Managing Director, Whole TOME Directors and/or to managers.**

Particulars of Remunerations	Name of MD/WD/Manager	Total Amount
Gross Salary	Nil	Nil
• Salary as per provision contained in Section 17(1)	Nil	Nil
• Value of perquisites u/s 17(2) Income Tax Act 1961	Nil	Nil
• Profits in Lieu of salary under section 17(3) Income Tax Act	Nil	Nil
Stock Option	Nil	Nil
Sweat Equity	Nil	Nil
Commission	Nil	Nil
• As % of profit	Nil	Nil
• Others, Specify	Nil	Nil
Total	Nil	Nil
Overall Ceiling as per act		

• Remuneration to other Director

Particulars of Remunerations	Name of MD/WD/Manager	Total Amount
Independent Directors	Nil	Nil
Fee for attending Board/Committee meeting	Nil	Nil
Commission	Nil	Nil
Others, Please specify	Nil	Nil
Total	Nil	Nil
Total of Remuneration to Managing Director, Whole TOME Directors, other directors and/or to managers	Nil	Nil
Total Managerial Remuneration	Nil	Nil

• Remuneration to Key Managerial Personnel other than MD/Manager/WD

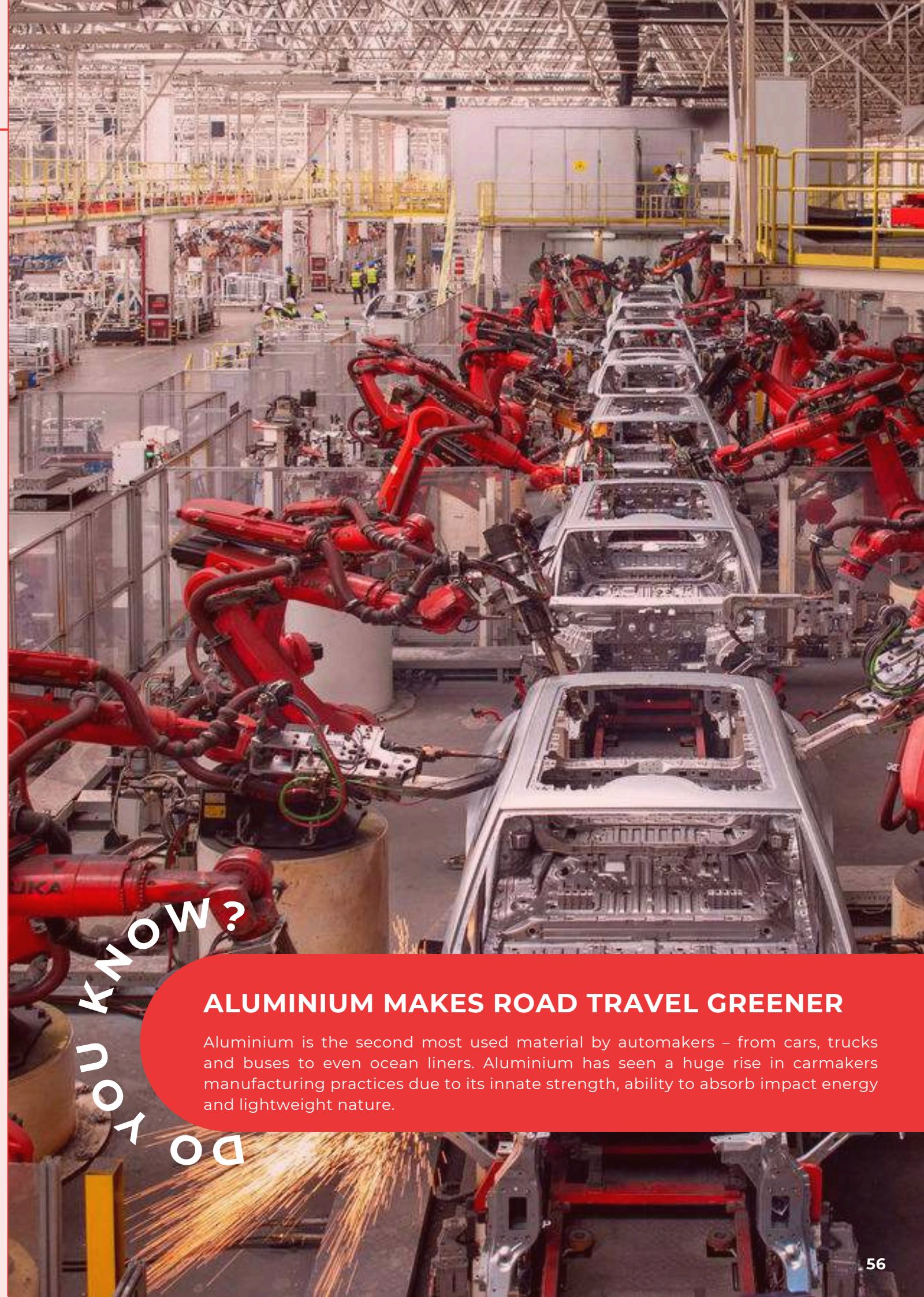
Particulars of Remunerations	Key Managerial Personnel			
	CFO	CS	COO	Total
Gross Salary	-	1,80,000	-	1,80,000
• Value of perquisites u/s 17(2) Income Tax Act	-	-	-	-
• Profits in Lieu of salary under section 17(3) Income Tax Act	-	-	-	-
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission	-	-	-	-
• As % of profit	-	-	-	-
• Others, Specify	-	-	-	-
Total (in Rs.)	-	1,80,000	-	1,80,000

PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Amount	Authority
Penalty			Nil	
Punishment			Nil	
Compounding			Nil	

OTHER OFFICERS IN DEFAULT

Type	Section of the Companies Act	Brief Description	Amount	Authority
Penalty			Nil	
Punishment			Nil	
Compounding			Nil	



DO YOU KNOW?

ALUMINIUM MAKES ROAD TRAVEL GREENER

Aluminium is the second most used material by automakers – from cars, trucks and buses to even ocean liners. Aluminium has seen a huge rise in carmakers manufacturing practices due to its innate strength, ability to absorb impact energy and lightweight nature.

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

At Bothra Metals & Alloys Limited, we firmly believe that strong corporate governance practices are essential for building a sustainable and responsible business. Our philosophy on corporate governance encompasses the following key principles:

11. TRANSPARENCY AND ACCOUNTABILITY:

We are committed to maintaining transparency and accountability in all our business operations. We believe in providing timely, accurate, and reliable information to our stakeholders, ensuring transparency in our decision-making processes, and upholding the highest standards of integrity and ethical conduct

2. BOARD INDEPENDENCE AND COMPOSITION:

We recognize the importance of a diverse and independent Board of Directors. We strive to have a balanced and competent Board, composed of individuals with diverse backgrounds, skills, and expertise. The Board operates independently and exercises objective judgment in the best interests of the company and its stakeholders.

3. SHAREHOLDER RIGHTS AND ENGAGEMENT:

We are dedicated to protecting and promoting the rights of our shareholders. We respect their interests, ensure equal treatment, and facilitate effective communication and engagement. We encourage the active participation of our shareholders in the affairs of the company and provide them with the necessary information to make informed decisions.

4. ETHICAL CONDUCT AND CODE OF CONDUCT:

We adhere to a strong ethical framework and maintain a comprehensive Code of Conduct that guides the behavior and actions of all our employees, directors, and stakeholders. We

foster a culture of integrity, honesty, and ethical conduct, and ensure strict compliance with all applicable laws, regulations, and standards.

5. RISK MANAGEMENT AND INTERNAL CONTROLS:

We recognize the importance of robust risk management and internal control systems. We have implemented effective mechanisms to identify, assess, and mitigate risks, ensuring the safeguarding of assets, reliability of financial reporting, and compliance with laws and regulations. We continuously monitor and review our systems to adapt to changing business environments.

6. STAKEHOLDER ENGAGEMENT AND SOCIAL RESPONSIBILITY:

We actively engage with our stakeholders and recognize their interests, needs, and concerns. We strive to create long-term value for our stakeholders, taking into account the social, environmental, and economic aspects of our operations. We are committed to corporate social responsibility, supporting sustainable practices, and contributing positively to the communities in which we operate.

7. BOARD EVALUATION AND TRAINING:

We conduct regular evaluations of the Board, its committees, and individual directors, fostering continuous improvement and effectiveness. We provide opportunities for director training and development to enhance their skills, knowledge, and understanding of emerging governance practices and industry trends.

Our philosophy on corporate governance forms the cornerstone of our commitment to responsible and sustainable business practices. We are dedicated to upholding these principles, fostering a culture of transparency, accountability, integrity, and ethical conduct throughout our organization.

By adhering to strong corporate governance practices, Bothra Metals & Alloys Limited strives to maintain the trust and confidence of our stakeholders, promote long-term value creation, and achieve sustainable growth and success in the best interests of our shareholders, employees, customers, and the wider community.

ROLE OF COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring that the Board (including committees thereof) Procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information details and documents are made available to the Directors and senior management for effective decision making at meetings. The Company Secretary is primarily responsible to assists and advises the Board in the conduct of affairs of the company, to ensure compliances with applicable statutory requirements and Secretarial Standards, to provide guidance to directors and to facilitate convening of meetings. He interfaces between the management and regulatory authorities for governance matters.

THE BOARD OF DIRECTORS

The Board of Directors along with its committees provides leadership and guidance to the Company's management and supervises the Company's performance. The Board of Directors have the ultimate responsibility of ensuring effective management, long term business strategy, general affairs, performance and monitoring the effectiveness of the Company's corporate governance practices. The Directors on the Board are professionals, having expertise in their respective functional areas and bring an extensive range of skills and experience to the Board. The Board has an unfettered and complete access to any information within your Company. Members of the Board have complete freedom to express their views on agenda items and can discuss any matter at the Meeting with the permission of the Chairperson.

COMPOSITION OF THE BOARD OF DIRECTORS

The Company has a balanced Board with optimum combination of Executive and Non-Executive Directors, including independent professionals, which plays a crucial role in Board processes and provides independent judgement on issues of strategy and performance.

The Board as on 31 March 2023 comprises of 2 Executive Director 1 Managing Director who is also an Executive Director 2 Independent Director. The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under Section 149 of the Act. The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge which enables the Board to provide effective leadership to the Company.

None of the Directors on the Company's Board is a Member of more than 10 (ten) Committees and Chairman of more than 5 (five) Committees (Committees being, Audit Committee and Stakeholders' Relationship Committee) across all the companies in which he/she is a Director. All the Directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than 10 (ten) public companies as on March 31, 2022.

BOARD MEETINGS

The Board convenes regularly to discuss and make decisions on Company policies, strategies, and other important matters. Meetings of the Board and its Committees are scheduled in advance, and a yearly calendar is provided to Directors well in advance, allowing them to plan their schedules and actively participate in the meetings. Notice of the meetings is shared with all Directors sufficiently ahead of time.

Board Meetings follow a structured agenda, with comprehensive background information provided for major agenda items to enable informed decision-making. The Company Secretary, in collaboration with Senior Management, prepares the detailed agenda for the meetings.

Agenda papers and Notes on Agenda are circulated to Directors in the prescribed format before the meetings, including all relevant material information for focused and meaningful discussions.

During Board and Committee meetings, detailed presentations are conducted, covering various aspects such as the Company's financial and operational performance, the global business environment, business opportunities, strategies, and risk management practices. These presentations precede the approval of quarterly, half-yearly, and annual financial results. The Board sets annual performance objectives, oversees the actions and results of management, evaluates its own performance, as well as the performance of Committees and individual Directors on an annual basis. Additionally, the Board monitors the effectiveness of the Company's governance practices to enhance stakeholders' value.

NUMBER OF BOARD MEETINGS

Four (4) Board meetings were held during the financial year as against the statutory requirement of four meeting. All Directors have demonstrated high levels of availability and responsiveness for additional meetings and discussions whenever these have been required. The maximum gap between any two meetings was not more than one hundred and twenty (120) days.

Date of Board Meeting	Board Strength	No. of Directors Present
22 May 2023	04	04
2 June 2023	04	03
29 September 2023	04	03
7 November 2023	04	04
18 March 2024	04	03

ATTENDANCE AND DIRECTORSHIPS HELD

Composition of the Board, other Directorship(s)/Committee Membership(s)/ Chairmanship(s) as on 31st March 2024 and attendance of directors at Board Meetings, Last Annual General Meeting (AGM) are as given in below table:

Full Name	Category	DIN	Board Meeting		Weather Attended Last AGM	No. Of Directorship in Public Companies	No. of Committee Position held	
			Held	Attended			Chairperson	Members
Sunderlal Bothra	MD	00737982	5	5	Yes	0	Nil	2
Kishanlal Bothra	ED	00738027	5	2	No	0	Nil	Nil
Aditya Sukharam Saran	ED	09311329	5	5	Yes	0	1	1
Lubdha Porwal	ID	08181507	5	5	Yes	0	1	1

FLOW OF INFORMATION TO THE BOARD

Having a deep understanding of the Company's operations and the external business landscape is crucial for the Board to generate value. To achieve this, we have developed a well-structured set of materials for the Board's reference.

The Board enjoys complete access to all pertinent information within the Company. Every Board meeting follows a structured agenda that is supported by comprehensive background information.

Quarterly, the Board is presented with compliance reports that encompass all applicable laws governing the Company. Additionally, the minutes of Board meetings and a comprehensive statement detailing significant related party transactions and arrangements are shared with the Board.

Throughout the year, Directors are also provided with detailed briefing materials on the performance of the Company and market analysis on the performance of, and prospects for, the business. Updates on relevant statutory changes and judicial pronouncements around industry related laws are regularly circulated to the directors. Each director has complete access to any Company information and full freedom to interact with senior management.

Important decisions taken by the Board and its committees are promptly communicated to the concerned departments or divisions.

The Company also has an effective post Board Meeting follow up procedure. Action taken report on the decisions taken in a meeting is placed at the immediately succeeding meeting for information of the Board.

COMMITTEES OF THE BOARD

The Board Committees play a vital role in the Company's corporate governance structure. They are established to address specific areas or activities as mandated by relevant regulations that pertain to the Company and require closer examination. These Board Committees are formed with the formal approval of the Board. They are entrusted with clearly defined roles that the Board is authorized to carry out under its authority derived from the Act, Articles of Association, and resolutions passed by the company's members.

The delegation of authority from the Board to these Committees adheres to the principles of good governance. The respective Committee Chairpersons provide the Board with a summary of the discussions held during Committee meetings to keep the Board members informed about the Committee proceedings. The minutes of all Committee meetings are presented to the Board for their review.

The Board has established the following statutory and non-statutory Committees:

AUDIT COMMITTEE

The Audit Committee plays a vital role in promoting transparency, accountability, and effective financial oversight within the Company. We present the following report on the activities and responsibilities of the Audit Committee during the year 2023-24. The committee also confirm to the requirement of Section 177 of the Companies Act, 2013.

Composition and Independence

The Audit Committee comprises independent and qualified members who possess relevant financial expertise. The Committee consists of Sunderlal Bothra, Lubdha Porwal and Aditya Kumar Saran. Whereas Lubdha Porwal acts as a Chairperson of the committee.

Responsibilities and Functions

The Audit Committee operates under a formal charter approved by the Board of Directors. The Committee's primary responsibilities and functions include:

- **Financial Reporting and Disclosure:** The Committee ensures the accuracy, reliability, and integrity of financial reporting. It reviews and discusses financial statements, significant accounting policies, and disclosure practices. The Committee works closely with the internal and external auditors to address any material issues or concerns.
- **Internal Controls and Risk Management:** The Committee evaluates the adequacy and effectiveness of the Company's internal control systems. It reviews the risk management framework and assesses the identification, assessment, and mitigation of key business risks.
- **External Audit:** The Committee oversees the external audit process and ensures the independence, objectivity, and quality of the external auditor's work. It reviews the scope of the audit, audit plans, and audit findings. The Committee also assesses the performance of the external auditor and recommends their appointment or reappointment to the Board.

- **Compliance and Legal Matters:** The Committee reviews the Company's compliance with applicable laws, regulations, and corporate governance requirements. It monitors the implementation of systems to detect and prevent fraud, misconduct, and non-compliance. The Committee ensures that a robust framework is in place for reporting and addressing whistleblowing complaints.
- **Internal Audit:** The Committee oversees the activities of the internal audit function. It reviews the internal audit plan, evaluates the adequacy of resources, and assesses the effectiveness of internal audit activities. The Committee promotes coordination between the internal and external auditors to enhance audit coverage and efficiency.
- **Communication with Stakeholders:** The Committee facilitates effective communication between the Board, management, internal auditors, external auditors, and other stakeholders. It ensures that relevant financial and audit-related information is communicated in a timely and accurate manner.

Powers of Audit Committee

- To investigate any activity within its terms of reference
- To seek information from any employee
- To obtain outside legal or other professional advice
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

Details of Audit Committee meeting held

- For the Fiscal Year 2023-24 Audit Committee held four (5) time on, 22 May 2023, 2 June 2023, 29 September 2023, 7 November 2023 and 18 March 2024.
- Audit Committee Meetings were also attended by Chief Financial Officer, Internal Auditors, and Statutory Auditors of the Company.
- The Company Secretary acts as a Secretary to the Audit Committee.
- Members of Audit Committee are eminent persons in their fields having expertise in Finance and Accounting.

Table: Details of members participated in Audit Committee Meeting

Full Name	Category	Position in Committee	Number of Meeting Conducted	Number of Meeting Participated
Sunderlal Bothra	MD	Member	5	5
Lubdha Porwal	ID	Chairperson	5	5
Aditya Kumar Saran	ID	Member	5	5

MD: Managing Director, ID Independent Director, ED Executive Director

NOMINATION AND REMUNERATION COMMITTEE

The Company has a Nomination and Remuneration Committee and terms of reference of Nomination and Remuneration conform with the role as stipulated in clauses of the listing agreement. The terms of reference also fully conform to the requirement of Section 178 of the Companies Act, 2013.

Composition and Independence

The Nomination and Remuneration Committee comprises independent and qualified members who possess relevant financial expertise. The Committee consists of Sunderlal Bothra, Lubdha Porwal and Aditya Kumar Saran. Whereas Aditya Kumar Saran acts as a Chairperson of the committee.

Responsibilities and Functions

The Nomination and Remuneration Committee of Bothra Metals & Alloys Limited is responsible for overseeing the selection, nomination, and remuneration of directors and key managerial personnel. The committee operates under a formal charter approved by the Board of Directors and performs the following responsibilities and functions:

- **Nomination of Directors:** The committee identifies individuals who are suitable for appointment as directors based on their qualifications, skills, expertise, and experience. It assesses the independence and integrity of potential candidates and recommends their nomination to the Board.
- **Succession Planning:** The committee develops and maintains a comprehensive succession plan for the Board and key managerial positions. It ensures that the Company has a pool of talented individuals who can fill critical leadership roles in the future. The committee evaluates the skills and competencies required for such positions and recommends appropriate development programs.
- **Board Evaluation:** The committee facilitates the evaluation of the performance of the Board, its committees, and individual directors. It establishes a robust evaluation process to assess the effectiveness of the Board's functioning, including its composition, structure, decision-making, and governance practices. The committee recommends measures for enhancing the Board's performance and effectiveness.
- **Remuneration Policies and Framework:** The committee develops and reviews the Company's remuneration policies, including the compensation structure, levels, and incentives for directors, key managerial personnel, and senior executives. It ensures that the remuneration packages are competitive, aligned with industry standards, and linked to individual and Company performance. The committee also considers the financial position and performance of the Company while determining remuneration.
- **Performance Evaluation and Compensation:** The committee reviews the performance of key managerial personnel and recommends appropriate compensation and incentives based on their contributions, responsibilities, and market trends. It ensures that the remuneration packages promote a culture of performance, accountability, and long-term sustainability.

- **Disclosures and Compliance:** The committee oversees the disclosure requirements related to the remuneration of directors and key managerial personnel, including disclosures in the annual report and other statutory filings. It ensures compliance with all relevant laws, regulations, and corporate governance guidelines related to the remuneration and nomination of directors and key personnel.
- **Communication with Shareholders:** The committee engages in effective communication with shareholders regarding the nomination and remuneration practices of the Company. It addresses any concerns or queries raised by shareholders about director nominations and remuneration matters.

The Nomination and Remuneration Committee is committed to promoting transparency, fairness, and accountability in the nomination and remuneration practices of Bothra Metals & Alloys Limited.

Details of Nomination and Remuneration Committee meeting held

- For the Fiscal Year 2023-24 Nomination and Remuneration Committee held four (4) time on, 22 May 2023, 2 June 2023, 29 September 2023, 7 November 2023 and 18 March 2024.
- Nomination and Remuneration Committee Meetings were also attended by Chief Financial Officer, Internal Auditors, and Statutory Auditors of the Company.
- The Company Secretary acts as a Secretary to the Nomination and Remuneration Committee.
- Members of Nomination and Remuneration Committee are eminent persons in their fields having expertise in Finance and Accounting.

Table: Details of members participated in Nomination and Remuneration Committee Meeting

Full Name	Category	Position in Committee	Number of Meeting Conducted	Number of Meeting Participated
Sunderlal Bothra	MD	Member	5	5
Lubdha Porwal	ID	Chairperson	5	5
Aditya Kumar Saran	ID	Member	5	5

MD: Managing Director, ID Independent Director, ED Executive Director

Remuneration Policy

Payment of remuneration to Managing Director is governed by the agreements executed between him and the company and are governed by Board and shareholder's resolutions.

Details of sitting fees paid to the Non-Executive Director

The sitting fees for the Board and Committee meetings paid to Non-Executive Directors during the year ended 31st March, 2024 are as follows: NIL

No Commission was paid to Non-Executive Director during the year ended 31st March, 2024.

Disclosures on compliances of law

The Company has complied with the mandatory requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to the capital market during the last three years. No Penalties or strictures were imposed by SEBI, Stock Exchanges or any other statutory authorities on any matter related to capital markets during the last three years.

Code for Prevention of Insider Trading Practices

In compliance with SEBI Regulation on Prevention of Insider Trading, the Company has in place a comprehensive code of conduct for its Directors and Senior Management Officers. The Code lays down guidelines, which advise them on procedures to be followed and disclosure to be made while dealing with shares of the company. The Code specifies, among other matters, that Directors and specified employees of the Company can trade in Shares of the company only during the 'Trading Window open period'. The trading window is closed during the time of declaration of results, dividends and material events as per the code.

Details of Remuneration paid to Executive Directors

No Remuneration was given throughout the year since Company suffered from losses.

General Body Meeting

Table: Location and time of the Last 3 Annual General Meeting (AGM) were held:

Fiscal Year	Date	Venue	Special Resolution Passed
2022-23	28th June, 2023	Registered Office	No
2021-22	4th October, 2022	Online	No
2020-21	6th October, 2021	Online	No

DISCLOSURES

DISCLOSURE BY SENIOR MANAGEMENT IN ACCORDANCE WITH CLAUSE 49VII (D) (2) OF LISTING AGREEMENT

The Senior Management of the company has confirmed to the Board of Directors that they do not have any personal interest relating to material, financial and commercial transactions with the company that may have a potential conflict with the interest of the company at a large.

DISCLOSURES ON COMPLIANCES OF LAW

The Company has complied with the mandatory requirements of the stock Exchanges, SEBI and other statutory authorities on all matters related to capital market during last three years. No Penalties or strictures were imposed by SEBI, Stock Exchanges or any other statutory authorities on any matter related to capital markets during last three years.

CODE FOR PREVENTION OF INSIDER TRADING PRACTICES

In Compliances with SEBI Regulation on Prevention of Insider Trading, the Company has in place a comprehensive code of conduct for its Directors and Senior Management Officers. The Code lays down guidelines, which advises them on procedures to be followed and disclosure to be made, while dealing with shares of the company. The Code clearly specifies, among other matters, that Directors and specified employees of Company can trade in Shares of company only during 'Trading Window open period'. The trading window is closed during the time of declaration of results, dividend and material events as per the code.

Since the close of the year, the two new sets of codes- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Conduct to regulate, monitor and report trading by insiders-have been adopted by the Board, in suppression of the earlier one in accordance with SEBI(Prohibition of Insider Trading) Regulations,2015.

DETAILS OF COMPLIANCES WITH MANDATORY REQUIREMENTS AND ADOPTION OF NON-MANDATORY REQUIREMENTS

All mandatory requirements have been complied with and the non-mandatory requirements are dealt with at the end of the Report.

CODE OF CONDUCT

A new code of Business Conduct and Ethics for members of the Board and Senior Management Personnel has been adopted by the board, in suppression of the earlier one to bring it in line with the revised Listing requirements of the Stock Exchange.

All Board Members and Senior Management Personnel have affirmed compliance with the Code on an annual basis.

SEXUAL HARASSMENT POLICY

The Company has in place a Sexual Harassment Policy in line with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act,2013 covering all employees of the Company. Internal Complaints Committee set up for the purpose did not receive any complaints for redressal during the year.

MEANS OF COMMUNICATION

- In Compliance with Clause 41 of the Listing Agreement, the Company sends the half-yearly/Yearly Audited Results to the Stock Exchanges.
- Whenever the Company issues any press release, if any, it is sent to the Stock Exchange.
- Management Discussion and Analysis form a part of the Director's Report.

GENERAL SHAREHOLDING INFORMATION**23rd Annual General Meeting:**

- Date: 26th September, 2024 11.30 A.M.
- Venue: Room No 15, 3rd Floor, Bothra House, 5 Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi Road, Mumbai -400002, Maharashtra
- Financial Year: 1st April, 2023 to 31st March, 2024
- Book Closure: 20th September 2024 to 26th September 2024 (both days inclusive)
- Dividend: Dividend, if declared, at the ensuing 23rd Annual General Meeting will be paid on and from 1st September 2024

Listing of Stock Exchange

SME Platform of Bombay Stock Exchange Ltd
Phirozee Jeejeebhoy Towers
Dalal Street Mumbai 400 001

Script ID, Stock Code & ISIN

BMAL
BSE SME-535279
ISIN: INE583M01012

Payment of Listing Fees

Annual Listing fees for the Year 2024-25 has been paid to the Stock Exchange

MARKET PRICE DATA: HIGH LOW DURING EACH MONTH IN LAST FINANCIAL YEAR

Month	High	Low
April 2023	2.78	2.30
May 2023	3.68	3.05
June 2023	3.75	3.15
July 2023	6.21	3.44
August 2023	8.85	5.56
September 2023	8.79	8.50
October 2023	8.50	7.70
November 2023	9.43	8.50
December 2023	17.80	7.50
January 2024	12.70	8.78
February 2024	12.72	8.78
March 2024	12.82	12.18

SHARE TRANSFER AGENT

Link Intime Bharat Pvt. Ltd
C-101, 247 Park, LBS.Marg,
Vikhroli (West), MUMBAI - 400083 (Maharashtra)

SHARE TRANSFER PROCESS

The transfers are processed within 10 days from the date of receipt of such request for transfer, if technically found to be in order and complete in all respects. As per directives issued by SEBI, it is compulsory to trade in securities of any Company's equity shares in dematerialized form.

DEMATERIALIZATION

The Process of conversion of shares from physical form to electronic form is known as dematerialization. For dematerializing the shares, the shareholders should open a demat account with a Depository Participant (DP). He/She is required to submit a Demat Request form duly filled up along with share certificate to his/her DP. The DP will allocate a demat request number and shall forward the request physically as well as electronically, through NSDL/CDSL to the Registrar and Share Transfer Agent. On receipt of the demat request both physically and electronically and after verification, the shares are dematerialized and an electronic credit of shares is given in the account of shareholder.

DISTRIBUTION OF SHAREHOLDING AS ON 31 MARCH 2023

Category of Shareholders	Number of Shareholders	% of Holdings
Promoter & Promoter Group	13626640	73.59%
Public	4890000	26.41%
Non Promoter- Non Public	00	00
Shares underlying DRs	00	00
Shares held by Employee Trusts	00	00
Total	18516640	100%

DEMATERIALIZATION OF SHARES

Category of Shareholders	Number of Shareholders	% of Holdings
NSDL	9259040	50.01%
CDSL	9257600	49.99%
Total	18516640	100%

STATEMENT OF ADOPTION OF NON MANDATORY REQUIREMENTS

The applicable Non Mandatory Requirements will be implemented by the Company as and when required and/or deemed necessary by the Board

ADDRESS FOR CORRESPONDENCE

Registrar and Share Transfer Agent (For Shares and dividend-related queries)

Link Intime Bharat Pvt. Ltd.
C-101, 247 Park, LBS Marg,
Vikhroli (West), Mumbai, Maharashtra - 400083, Bharat

Company (For any other matter and unresolved complaints)

Company Secretary
Bothra Metals & Alloys Limited
Room No 15,3rd Floor, Bothra House,
5 Assembly Lane, Dadi Seth Agyari Lane,
Kalbadevi Mumbai, Maharashtra, 400002
Email: info@bothrametals.com

For Bothra Metals & Alloys Ltd.

sd/-
Sunderlal Bothra
Managing Director
DIN: 00737982

Place: Mumbai

Date: 20th August 2024

DECLARATION BY THE MANAGING DIRECTOR UNDER CLAUSE 49(E0(2)) OF LISTING AGREEMENT

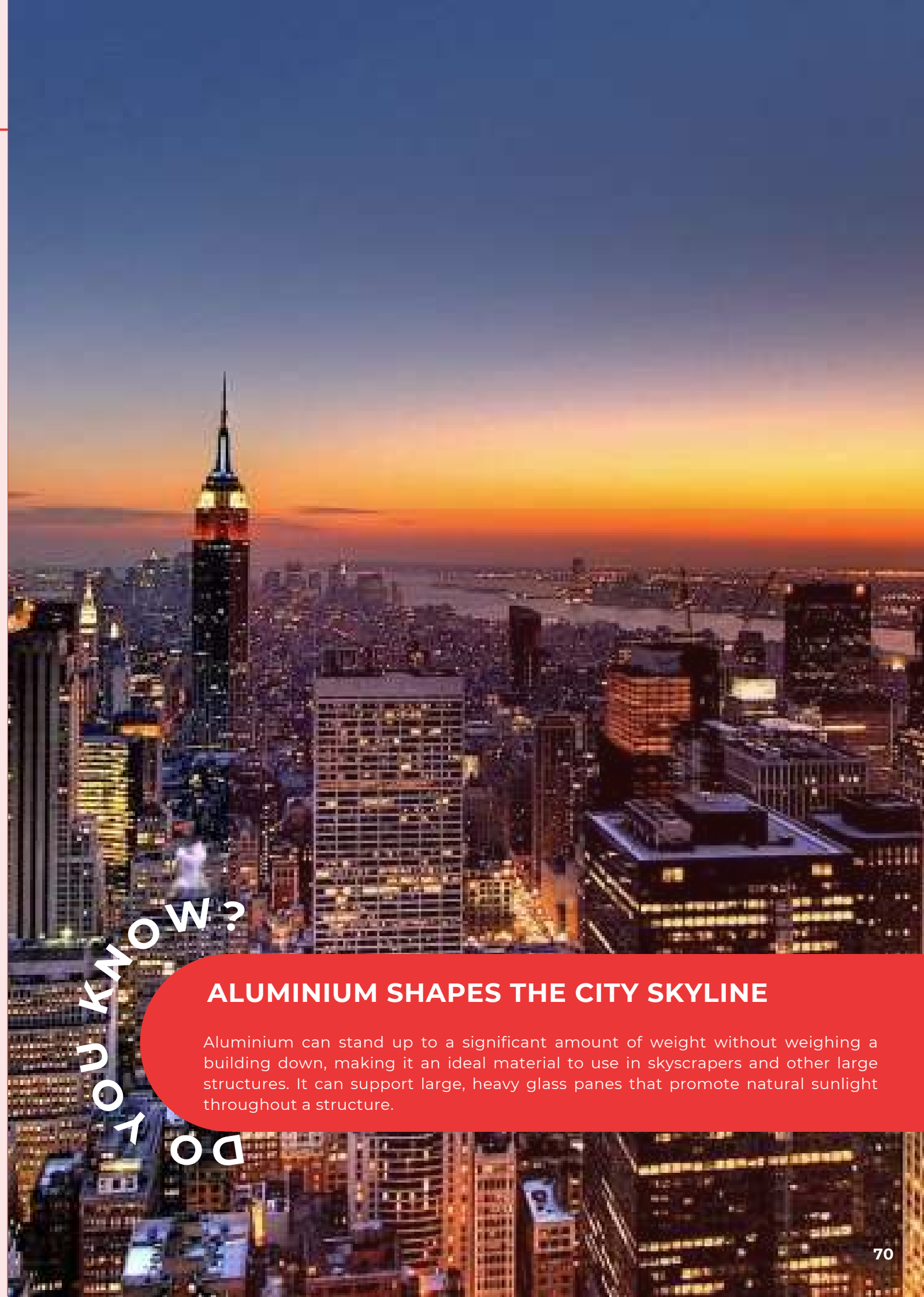
I, Sunderlal Bothra, Managing Director of Bothra Metals & Alloys Limited declare that all the Members of the Board of Directors and Senior Management personnel have, for the year ended 31st March, 2024 affirmed compliances with the Code of Conduct laid down by the Board of Directors in terms of the Listing Agreement entered with the Stock Exchanges.

For Bothra Metals & Alloys Ltd.

sd/-
Sunderlal Bothra
Managing Director
DIN: 00737982

Place: Mumbai

Date: 20th August 2024



ALUMINIUM SHAPES THE CITY SKYLINE

Aluminium can stand up to a significant amount of weight without weighing a building down, making it an ideal material to use in skyscrapers and other large structures. It can support large, heavy glass panes that promote natural sunlight throughout a structure.



Financial Statements



INDEPENDENT AUDITORS REPORT

To the Members of
Bothra Metals and Alloys Limited
Report on the Financial Statements

We have audited the accompanying financial statements of Bothra Metals and Alloys Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information. Management's Responsibility for the Financial Statements The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in Bharat, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITORS RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments; the auditor considers internal financial control relevant to the Company's preparation of the financial Statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so

required and give a true and fair view in conformity with the accounting principles generally accepted in Bharat:

- In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2024
- In the case of the Statement of Profit and Loss, of the loss for the year ended on that date;
- In the case of the Cash Flow Statement, of the cash flows for the year ended on that date:

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of Bharat in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the order.
- As required by section 143(3) of the Act, we report that:
 - We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - On the basis of written representations received from the directors as on 31 March, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2024, from being appointed as a director in terms of Section 164(2) of the Act;
 - With respect to the other matters to be included in Auditors Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 in our opinion and to the best of our information and according to explanations given to us:
 - The Company has disclosed the impact of pending litigations on its financial position in its financial statements.(Ref Note No.27 of financial Statement)
 - The Company did not have any long –term contracts including derivative contracts for which there were any material foreseeable losses;
 - The Company was not required to transfer any amount to Investor Education and Protection Fund.

For SSRV & Associates,
Chartered Accountants
FRN.135901W

sd/-
Satyendra S. Sahu
Partner
M No.126823

Place : Mumbai
Dated : 20 th June, 2024
UDIN - 24126823BKESGM3685

ANNEXURE TO THE INDEPENDENT AUDITOR REPORT

(REFERRED TO IN PARAGRAPH 1 UNDER REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OF OUR REPORT OF EVEN DATE)

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

- The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- As explained to us, fixed assets have not been physically verified by the management. However, the Company has a program of verification of fixed assets to cover all items in a phased manner, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets.
- As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.
- In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. As per management representation stock Realisation Value is NIL.
- In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the Register maintained under Section 189 of the Act.
- In our opinion and according to the information and explanations given to us, there is generally an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.
- The Company has not accepted any deposits from public during the year.
 - According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities.
 - According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2024 for a period of more than six months from the date they became payable.
 - According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, customs duty and excise duty which have not been deposited on account of any disputes, further Sales Tax Payable related to Kal-Amb Himachal Pradesh branch(Factory) amount of Rs 17.20 Cr appeal was filed and under Amnesty Scheme Application.

- Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
- Based on our audit procedures and on the information given by the management, term loans have been applied for the purpose for which they were raised.
- Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year.

For SSRV & Associates,
Chartered Accountants
FRN.135901W

sd/-
Satyendra S. Sahu
Partner
M No.126823

Place : Mumbai
Dated : 20th June, 2024
UDIN - 24126823BKESGM3685

BALANCE SHEET

As at 31 March 2024

(In Lakhs)

Particulars	Note no.	Year Ended 31/03/2024	Year Ended 31/03/2023
Equity and Liability			
Shareholder's Funds			
(a) Share Capital	2	1851.66	1851.66
(b) Reserves and Surplus	3	-131.70	-160.24
Non- Current Liabilities			
(a) Long Term Borrowings	4	00	4.30
(b) Deferred Tax Liabilities	12	30.68	28.02
(c) Long-Term Provisions	5	27.10	27.10
Current Liabilities			
(a) Short-Term Borrowings	6	1398.34	2202.87
(b) Trade Payables	7	45.57	41.19
(c) Other current Liabilities	8	74.05	24.12
(d) Short-Term Provisions	9	00	00
Total		3295.71	4019.02
Assets			
Non-Current Assets			
(a) Property, plant and equipment and Intangible assets	10	394.27	419.38
(i) Propert, plant and equipment - WIP		.92	.92
(b) Non-current investments	11	5.59	5.59
(c) Long Term Loans & advances	13	382.38	406.95
(d) Other Non-Current Assets		00	00

(In Lakhs)

Particulars	Note no.	Year Ended 31/03/2024	Year Ended 31/03/2023
Current Assets			
(a) Inventories	14	00	00
(b) Trade Receivables	15	2470.25	3180.21
(c) Cash and cash equivalents	16	6.14	5.97
(d) Short-term loans and advances	17	34.75	00
(e) Other Current Assets	18	1.42	00
Total		3295.71	4019.02

Notes referred above from integral part of Balance Sheet
Significant Accounting Policies and General notes are given in Note No.

As per our report of even date

For SSRV & Associates
Chartered Accountants
ICAI Registration Number: 135901W

sd/-
Satyendra S. Sahu
Partner
Membership Number: 126823

Place: Mumbai
Dated : 20th June, 2024

For and on Behalf of Board of Directors

sd/-
Sunderlal Bothra
Managing Director
DIN: 00737982

sd/-
Kishanlal Bothra
Director & CFO
DIN: 00738027

sd/-
Sonu Singhal
Company Secretary

STATEMENT OF PROFIT AND LOSS

for the year ended 31 March 2024

(In Lakhs)

Particulars	Note no.	Year Ended Audited	Year Ended Audited
		31/03/2024	31/03/2023
Revenue from Operations	19	2852.16	00
Other Income	20	1.49	3066.68
Total Revenue		2853.64	3066.68
Cost of Material Consumed	21	2620.30	00
Purchase of traded goods		00	00
Changes in Inventories of Finished goods, traded goods and WIP	22	00	00
Employee Benefit Expense	23	5.34	.22
Financial Costs	24	100.58	126.85
Depreciation and Amortization Expense	10	26.30	33.21
Other Expenses	25	69.91	3030.40
Total Expenses		2822.44	3190.67
Profit before exceptional and extraordinary items and tax		31.20	-123.99
Exceptional Items		00	00
Profit before Extraordinary Items and Tax		31.20	-123.99
Extraordinary Items			
Profit Before tax		31.20	-123.99
Add: Mat Credit Entitlement		00	00
Tax Expense:			
(1) Current tax		00	00
(2) Deferred tax		-2.66	10.70
Profit/(Loss) from the period from continuing operations (A)		28.54	-113.29

(In Lakhs)

Particulars	Note no.	Year Ended Audited	Year Ended Audited
		31/03/2024	31/03/2023
Discontinuing Operations		00	00
Profit/(Loss) from Discontinuing Operations (B)		00	00
Profit/(Loss) for the period (A+B)		28.54	-113.29
Earnings Per Share	26		
(1) Basic		0.15	-0.61
(2) Diluted		0.15	-0.61

Notes referred above from integral part of Balance Sheet
Significant Accounting Policies and General notes are given in Note No.

As per our report of even date

For SSRV & Associates
Chartered Accountants
ICAI Registration Number: 135901W

sd/-
Satyendra S. Sahu
Partner
Membership Number: 126823

Place: Mumbai
Dated : 20th June, 2024

For and on Behalf of Board of Directors

sd/-
Sunderlal Bothra
Managing Director
DIN: 00737982

sd/-
Kishanlal Bothra
Director & CFO
DIN: 00738027

sd/-
Sonu Singhal
Company Secretary

STATEMENT OF CASH FLOW

for the year ended 31 March 2024

(In Lakhs)

Particulars	Year Ended Audited	Year Ended Audited
	31/03/2024	31/03/2023
Cashflow from Operating Activities		
Net Profit / (Loss) before tax	31.20	-123.99
Adjustment for:		
Depreciation	26.30	33.21
Finance Cost	100.58	126.85
Operating profit before working capital changes	158.09	36.07
Adjustments for:	5.34	.22
(Increase) / Decrease in Sundry Debtors	709.96	3912.17
(Increase) / Decrease in Loans & Advances	-34.75	22.09
(Increase)/Decrease in Inventories	.00	.00
(Increase)/Decrease in other current asset	23.15	-1.34
Increase / (Decrease) in Sundry Creditors	4.39	-278.13
Increase/(Decrease) in Current Liabilities	48.29	-276.55
Cash generated from Operations	909.13	3414.30
Direct Taxes Paid/deffered tax	-2.66	10.70
Direct Taxes Paid	00	00
Corporate Dividend tax paid	00	00
Net Cash from operating activities	906.47	3425.01
Cashflow from Investing Activities		
Purchase of fixed assets (including Capital Work in Progress)	-1.19	.35
Sale/Redemption/(purchase) of Current Investment (net)	00	00
Increase in Non - Current Investment	00	00
Net Cash from / (used in) investing activities	-1.19	.35

(In Lakhs)

Particulars	Year Ended Audited	Year Ended Audited
	31/03/2024	31/03/2023
Cashflow from Financing Activities		
Proceeds from Long Term Borrowing	00	00
Repayment of Long-Term Borrowings	00	00
Increase/Decrease in Working Capital Facility (Net)	-804.53	-3295.83
Finance Cost	-100.58	-126.85
Net Cash from Financing Activities	-905.11	-3422.68
Net increase / (Decrease) in Cash and Cash equivalent	.17	2.68
Cash and Cash equivalent at beginning of the year		
Cash and cash equivalent at the end of the year	5.97	3.30
(Cash and cash equivalent represent Cash and Bank Balances)	6.14	5.97

Significant Accounting Policies and General notes are given in Note No.

As per our report of even date

For SSRV & Associates

Chartered Accountants

ICAI Registration Number: 135901W

sd/-

Satyendra S. Sahu

Partner

Membership Number: 126823

Place: Mumbai

Dated : 20th June, 2024

For and on Behalf of Board of Directors

sd/-

Sunderlal Bothra

Managing Director

DIN: 00737982

sd/-

Kishanlal Bothra

Director & CFO

DIN: 00738027

sd/-

Sonu Singhal

Company Secretary

NOTES TO THE FINANCIAL STATEMENT

As at and for the year ended 31 March 2024

COMPANY OVERVIEW

Bothra Metals & Alloys Ltd. (referred to as "BMAL" or "the Company" hereinafter) was incorporated in the year 2001 headquartered in Mumbai. The Company is into manufacturing of Aluminum Section and Ingots through its manufacturing facility located at Sangli and Kala-Amb. The Company is also into trading Non-Ferrous Metals.

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

- These financial statements are prepared in accordance with Generally Accepted Accounting Principles in Bharat (GAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable.
- The financial statements are prepared under the historical cost convention and on the accounting principles of going concern. The Company follows the accrual system of accounting where income & expenditure are recognized on an accrual basis.

USE OF ESTIMATES:

The preparation of financial statements requires management to make estimates and assumptions that affect amounts in the financial statements and reported notes thereto. Actual results could differ from these estimates. Differences between the actual result and estimates are recognized in periods in which the results are known/ materialized.

FIXED ASSETS:

Fixed assets are stated at the cost of acquisition or construction less accumulated depreciation and impairment loss, if any. The cost of an asset comprises of its purchase price (net of cenvat / duty credits availed wherever applicable) and any directly attributable cost of bringing the assets to working condition for its intended use. Expenditure on additions, improvements and renewals is capitalized and expenditure for maintenance and repairs is charged to the profit and loss account. Fixed assets depreciation was charged as on 31-03-2024 as per WDV on a Value basis on 31-03-2023

DEPRECIATION:

The Company has provided for depreciation on fixed assets using written down value (WDV) over the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Intangible assets are amortized over their estimated useful life on a straight-line basis. Depreciation on assets acquired/sold during the year is provided on a pro-rata basis with reference to the date of

installation / put to use in the books or disposal. Effective from 1st April 2014, the company has reassessed the useful lives of the fixed assets in line with the useful lives mentioned in Schedule II to the Companies Act, 2013.

VALUATION OF INVESTMENTS:

- Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments.
- Current Investments are carried at lower of cost and fair value determined on an individual investment basis.
- Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of investments.

VALUATION OF INVENTORIES:

- Cost of inventory includes all costs of purchases and other costs incurred in bringing the inventories to their present location and condition.
- Closing Stock is valued as under:-
 - Raw Material: At cost or net realizable value whichever is less.
 - Work in Progress: At cost or net realizable value whichever is less.
 - Finished Goods: At cost or net realizable value whichever is less.
 - Loose Tools: At cost.
 - Consumable Store: At cost.
 - Industrial Scrap (by-products): Estimated realizable value.

FOREIGN CURRENCY TRANSACTIONS:

- Initial Recognition: Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.
- Conversion: At the year-end, monetary items denominated in foreign currencies other than those covered by forward contracts are converted into rupee equivalents at the year-end exchange rates.
- Exchange Differences: All exchange differences arising on settlement/conversion of foreign currency transactions are recognized in the statement of profit and loss.
- Forward Exchange Contracts: In respect of transactions covered by forward contracts, the difference between the forward rate and the exchange rate at the date of the transaction is recognized as income or expense on the date of booking of the forward contract. The gain/loss on account of foreign currency translation in respect of foreign exchange contracts is spread over the term of the contract.

REVENUE RECOGNITION:

- The sale of goods is recognized on dispatches to customers, which coincides with the transfer of significant risks and rewards associated with ownership, Inclusive of excise duty and net of VAT & Discount.

- Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

BORROWING COSTS:

Borrowing costs that are attributable to the acquisition/construction of qualifying assets are capitalized as part of the cost of such fixed assets up to the date when such assets are ready for their intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.

EMPLOYEE BENEFITS:

- Short Term Employee Benefits: All employee benefits payable within twelve months of rendering of services are classified as short-term benefits. Benefits include salaries, wages, awards, exgratia, performance pay, etc. and are recognized in the period in which the employee renders the related service. Liability on account of encashment of leave, Bonus to the employee is considered as short-term compensated expense provided on actual.
- Post Employment Benefit:
 - Defined Contribution Plan: A Provident fund is a defined contribution scheme established under a State Plan. The contributions to the scheme are charged to the profit & loss account in the year when the contributions to the fund are due.
 - Defined Benefit Plan: The company's liability towards gratuity is determined using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. The present value of the obligation under such defined benefit plans is determined based on the actuarial valuation at the date of the Balance Sheet.

EARNINGS PER SHARE:

Basic earnings per share is computed by dividing the net profit after tax for the year after prior period adjustments attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

TAXATION & DEFERRED TAX:

Provision for Current Tax is made in accordance with the provision of the Income Tax Act, 1961. Deferred tax is recognized on timing differences between taxable & accounting income/expenditure that originates in one period and are capable of reversal in one or more subsequent period(s). for the F Y 2023-24 DTA of Amount Of Rs. -2,66,147.

IMPAIRMENT OF ASSETS:

The company assesses at each balance sheet date whether there is any indication due to external factors that an asset or group of assets comprising a cash-generating unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the CGU, to

which the asset belongs is less than the carrying amount of the asset or the CGU as the case may be, the carrying amount is reduced to its recoverable amount and the reduction is treated as impairment loss and is recognized in the statement of profit and loss. If at any subsequent balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost and is accordingly reversed in the statement of profit and loss. Some of the Company assets realization value is Rs. NIL, so that we require to Impairment Amount Rs. NIL.

NOTE 2: SHARE CAPITAL

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Authorised Capital 2,50,00,000 Equity Shares of Rs. 10/- each. (Previous Year 2,50,00,000 Equity Shares of Rs. 10/- each)	2500.00	2500.00
	2500.00	2500.00
Issued Share Capital 18516640 Equity Shares of Rs. 10/- each (Previous Year 18516640 Equity Shares of Rs. 10/- each)	1851.66	1851.66
	1851.66	1851.66
Paid Up Capital 18516640 Equity Shares of Rs. 10/- each, Fully Paid up (Previous Year 18516640 Equity Shares of Rs. 10/- each)	1851.66	1851.66
Total	1851.66	1851.66

NOTE 2.1: RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING AT THE END OF THE YEAR

Particulars	As at 31 March 2024	As at 31 March 2023
Equity Shares at the beginning of the Year	1,85,16,640	1,85,16,640
Add: Number of Shares issued	-	-
Equity Shares at the end of the Year	1,85,16,640	1,85,16,640

NOTE 2.2: DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% OF THE AGGREGATE SHARES IN THE COMPANY

Sr no.	Name of Shareholder	As at 31 March 2024		As at 31 March 2023	
		No. of Shares	%	No. of Shares	%
1	Manju Sunderlal Bothra	3366280	18.18	3366280	18.18
2	Sunderlal Bothra	2683780	14.49	2683780	14.49
3	Kishanlal L. Bothra	1655960	8.94	1655960	8.94
4	Sardarmal Chhogaram Suthar	1449820	7.83	1449820	7.83
5	Sayardevi L. Bothra	1388640	7.50	1388640	7.50
6	Narender Kumar L. Bothra	1284700	6.94	1284700	6.94
7	Dimple K. Bothra	1055000	5.70	1055000	5.70

NOTE 2.3: TERMS/RIGHTS ATTACHED TO EQUITY SHARES

The Company has only one class of equity shares having a par value of Rs. 10 per share. All these shares have the same rights and preferences with respect to payment of dividend, repayment of capital and voting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

NOTE 3: RESERVES AND SURPLUS

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Securities Premium Account		
Opening Balance	325.54	325.54
Add: Received during the year	00	00
Closing Balance	325.54	325.54
General Reserve		
Opening Balance	250.00	250.00
Add: Transfer from Profit & loss A/c	00	00
Closing Balance	250.00	250.00
Surplus (Profit & Loss Account)		
Balance Brought forward from previous year	-735.79	-622.50
Add: Profit for the period	28.54	-113.29
Add: other adjustment	00	00
Balance	-707.25	-735.79
Total	-131.70	-160.24

NOTE 4: LONG TERM BORROWINGS

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Unsecured		
Term Loan Against LIC Policy	00	4.30
Total	00	4.30

NOTE 5: LONG TERM PROVISIONS

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
For employee benefit		
Gratuity Payable	27.10	27.10
Total	27.10	27.10

Note: Gratuity is created for the benefit of employees which will be payable on the retirement of the employee. The gratuity is payable to the employee when required.

NOTE 6: SHORT TERM BORROWINGS

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Secured		
Cash Credit	00	00
Bill Discounting	00	00
Current maturities of long term	00	00
Interest Accrued and due on borrowings	127.34	102.68
Unsecured loan		
From Related parties		
Sardarmal Chogaram Suthar	00	00
Sunderlal Ikhimchand Bothra	150.91	304.60
Kishanlal Ikhimchand Bothra	65.10	130.10
Metsons Industries Pvt Ltd	225.00	468.00
From Un-Related parties		
Mahaveer Extrusions Pvt Ltd	50.00	242.50
-S.K. Universal Pvt Ltd	605.00	780.00
-Silverland Developers Pvt Ltd	175.00	175.00
Total	1398.34	2202.87

NOTE 7: TRADE PAYABLES

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Dues to Micro, Small and Medium Enterprises	00	00
others	45.57	41.19
Total	45.57	41.19

NOTE 8: OTHER CURRENT LIABILITIES

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Outstanding Expenses	00	00
Other Payables	14.83	14.21
Advance from customers	49.65	00
Statuary Dues	9.57	9.91
Other Payables	00	00
Total	74.05	24.12

NOTE 9 : SHORT TERM PROVISIONS

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for Employees benefits		
Contribution to provident and superannuation fund	00	00
Total	00	00

NOTE 10: DEPRECIATION AND FIXED ASSETS

(In Lakhs)

Sr no.	Particulars	Gross Block (at cost)					Depreciation			Net Block	
		as on 01.04.2023	addition during the year	Profit During the Year	Deduction during the year	as on 31.03.2024	up to 01.04.2023	Provided during the half year	up to 31.03.2023	as on 31.03.2024	as on 31.03.2023
1	Land	157.86	00	00	00	157.86	8.16	4.48	12.64	145.21	149.70
2	Building	451.69	00	00	00	451.69	279.22	8.40	287.61	164.07	172.47
3	Factory Building	109.52	00	00	00	109.52	97.31	1.16	98.47	11.05	12.21
4	Plant & Machinery	986.14	1.19	00	00	987.33	902.24	12.22	914.46	72.86	83.90
5	Furniture & Fixture	34.56	00	00	00	34.56	33.99	00	33.99	.57	.57
6	Motor vehicle	42.80	00	00	00	42.80	42.35	00	42.35	.45	.45
7	Computer	8.88	00	00	00	8.88	8.80	.04	8.84	.05	.08
	Total	1791.45	1.19	00	00	1792.63	1372.06	26.30	1398.37	394.27	419.38
	capital Work in progress	00	00	00	00	00	00	00	00	.92	.92
	Total	1791.45	1.19	00	00	1792.63	1372.06	26.30	1398.37	395.18	420.30

NOTE 11: NON-CURRENT INVESTMENT

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Investment in Equity Instruments		
Shivalik Solid Waste Management Limited (3125 Equity shares of 10/- each)	.31	.31
The NKGSB Co-Op Bank Ltd (100 equity shares of 10/-each)	.01	.01
Gratuity Funded	5.27	5.27
Total	5.59	5.59

Note: Investments are valued at cost.

NOTE 12: DEFERRED TAX LIABILITIES/ASSETS (NET)

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred Tax Liabilities		
Related to Depreciation	24.41	21.75
Related to Gratuity	6.27	6.27
Total	30.68	28.02

NOTE 13: LONG TERM LOANS & ADVANCES

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Unsecured Considered Good		
Income Tax (MAT Credit)	190.09	187.54
Vat Receivable	.55	2.41
TDS Receivable	00	00
Security Deposit	9.50	12.63
HP Tax Deposit	00	00
Commercial Chemical	00	00
GST Receivable	182.24	204.37
Other	00	00
Total	382.38	406.95

Note: GST receivable includes GST ITC of all the branches including Bombay (Maharashtra) of Rs. MAT credit as per the ITR is Rs. 18324704.

NOTE 14: INVENTORIES

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Raw Material	00	00
Work In Progress	00	00
Finished Goods	00	00
Consumables	00	00
By- Products	00	00
Total	00	00

Note: Valuation of Inventory is made by IRP.

NOTE 15: TRADE RECIEVABLES

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Unsecured Considered Doubtful		
Less than Six Month	45.33	00
More than six months	2424.92	3180.21
Total	2470.25	3180.21

Note: Trade Receivable is subject to balance confirmation.

NOTE 16: CASH & CASH EQUIVALENTS

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Cash in hand	2.13	1.09
Canara Bank	.44	.05
SSL Bank	.10	.10
ICICI bank	.40	1.67
Saheb Rao Deshmukh Co-op bank	1.06	1.06
Term deposit with bank (original Maturity more than 12 months)	2.00	2.00
Total	6.14	5.97

NOTE 17: SHORT TERMS LOANS AND ADVANCES

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Advance to supplier	34.69	00
Advance for expenses	.06	00
Total	34.75	00

Note: Short-term Loans and Advances are as per Books of Accounts and there are no sufficient records available to verify the balance.

NOTE 18: OTHER CURRENT ASSETS

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Prepaid Expense	1.24	00
Interest Receivable	0.18	00
Rent Recievable	0	00
Total	1.42	00

NOTE: 19 REVENUE FROM OPERATIONS

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Sale of Goods	2852.16	00
Add: Direct Income	00	00
Total	2852.16	00

NOTE 20: OTHER INCOME

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Discount Received	.02	00
Rent Received	1.11	1.44
Dividend Received	.06	.06
Interest	.18	.39
Sale proceed of toyato car	00	.50
Other	00	.05
Sundry Credit Balance Written Off	00	517.98
Sundry Bank Balances Written Off	00	2546.25
GST Claimed Earlier Year	.12	00
Total	1.49	3066.68

NOTE 21: COST OF MATERIAL

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening Stock		
Aluminium Scrap	00	00
Add: Purchases		
Aluminium Scrap	2620.30	00
Aluminium Ingot	00	00
Less: Closing Stock		
Aluminium Scrap	00	00
Total	2620.30	00

NOTE 22: CHANGES IN INVENTORIES OF FINISHED GOODS, TRADED GOODS AND WIP

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Closing Stock		
Work In progress		
Aluminium Billets	00	00
Refinished scrap	00	00
Finished Goods		
Aluminium Section	00	00
Other Scrap	00	00
	00	00
opening Stock		
Work in Progress		
Aluminium Billets	00	00
Refinished scrap	00	00

Particulars	As at 31 March 2024	As at 31 March 2023
Finished Goods		
Aluminium Section	00	00
Other Scrap	00	00
Total	00	00

NOTE 23: EMPLOYMENT BENEFIT EXPENSES

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Salaries, Wages and bonus	5.34	.12
Contribution to the Provident Fund	00	.05
Esic Expenses	00	.05
Total	5.34	.22

NOTE 24: FINANCIAL COST

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Interest Expense	99.58	126.53
Bank Charges	1.01	.32
Total	100.58	126.85

NOTE 25: OTHER EXPENSES

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Bad debts	20.51	2931.98
Consumption of stores and spare	00	00
Electricity expenses	.51	00
Loading Charges	.94	00
Freight Inward	7.73	00
Advertisement	.86	.10
Freight Outward	10.46	00
Frieght Outward (Gst Paid)	3.86	00
Insurance	.28	00
Office Rent	3.00	00
Rent, Rate and Taxes	8.65	40.82
Audit Fees	.80	.40
Conveyance Expenses	.57	00
Donation	.05	00
Discount	.20	00
Foreign exchange fluctuation loss	4.57	00
Legal Fees	.20	15.82
Motor vehicle expenses	.87	.44
Excess Expenses reversed	00	7.46
office expenses	1.91	.29
postage and courier charges	.01	00
Printing and Stationary	.06	00
Telephone Charges	.04	00
Travelling Expenses	.75	.38

Security Charges	00	12.41
Professional fees	2.66	4.14
Independent Director Data Base Charges	00	.25
IRP fees	00	10.75
CIRP Advertisement exp	00	.10
CIRP Voting Charges	00	.15
Valuation Exp	00	1.87
Listing Exp	00	1.93
Webstie Charges	00	.25
Transaction Audit Fees	00	00
CDSL Charges	00	00
Impairment of Assets	00	.85
Corporate Event Charges	.30	00
Debt Recovery Charges	.08	00
Domain Charges	.06	00
Total	69.91	3030.40

NOTE 26: EARNING PER SHARE

(In Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Profit for the period attributable to Equity Shareholder	28.54	(113.28)
Number of weighted average equity shares outstanding during the year	1851.66	1851.66
Normal Value of Equity Share (Rs.)	10	10
Earning per share	0.01	(0.61)

NOTE 27: CONTINGENT LIABILITIES (TO THE EXTENT NOT PROVIDED FOR)

Claims against the Company not acknowledged as debts:

(In Lakhs)

Sr. No.	Particulars	As on 31 March 2024	As on 31 March 2023
1	HP VAT -Demand for the Year 2011-12 & 2012-13 Ex Party assessment order dated 7 September 2021	393.11	393.66
	HP VAT Demand for the Year 2013-14 Ex Party	427.22	427.36
	HP VAT Demand for the Year 2014-15 Ex Party	413.99	414.28
	HP VAT Demand for the Year 2015-16 Ex Party	310.92	311.34
	HP VAT Demand for the Year 2016-17 Ex Party	155.16	155.32
	HP VAT Demand for the Year 2017-18 Ex Party	18.31	18.41
2	Gujrat VAT & CST 12-13	153.69	153.69
	Gujrat VAT & CST 13-14	21.28	21.28
	Gujrat VAT & CST 14-15	33.41	33.41
3	Jaipur CST 2011-12	0	33.93
	Jaipur CST 2012-13	0	8.20
	Jaipur CST 2013-14	0	6.86

Notes: The above-said liabilities are under appeal and are subject to re-assessment.

NOTE 28: DISCLOSURE PURSUANT TO ACCOUNTING STANDARD – 15 “EMPLOYEE BENEFITS”

(In Lakhs)

Sr. No.	Particulars	2023-24	2022-23
1	Employer's contribution to provident fund	Nil	Nil
2	Employer's contribution to employee state insurance	Nil	Nil

NOTE 29: AUDITORS REMUNERATION INCLUDES

(In Lakhs)

Sr. No.	Particulars	2023-24	2022-23
1	Statutory audit fees	0.80	0.40
2	Tax audit fees	Nil	Nil
3	Other matters	Nil	Nil

NOTE 30: RELATED PARTIES WITH WHOM TRANSACTIONS DONE DURING THE YEAR

- Sunderlal Bothra
- Kishanlal Bothra
- Namo Industries
- Metsons Industries Private Limited

NOTE 31: TRANSACTIONS WITH RELATED PARTIES

(In Lakhs)

Name	Relationship	Nature of transaction	Amount of transaction in 2023-24	Amount outstanding as at 31.03.24 (payable)/receivable	Amount of transaction in 2022-23	Amount outstanding as at 31.03.23 (payable)/receivable
Sunderlal Bothra	Managing Director	Director Remuneration	-	-	-	Nil
		Loan repayment	175.75	(150.90)	-	Nil
		Loan received	(22.05)	-	(281.60)	(304.60)
Kishanlal Bothra	Director	Director remuneration	-	-	-	Nil
		Loan repayment	70.50	(65.01)	-	-
		Loan received	(5.49)	-	(130.10)	(130.10)
Metsons Industries Private Limited,	Relationship with Promoter	Loan repayment	311.82	-	-	-
		Loan received	35.00	(468)	-	-
		Any other adjustment	33.15	-	-	-

Name	Relationship	Nature of transaction	Amount of transaction in 2023-24	Amount outstanding as at 31.03.24 (payable)/receivable	Amount of transaction in 2022-23	Amount outstanding as at 31.03.23 (payable)/receivable
Namo Industries	Relationship					
		Any other adjustment	33.15			

NOTE 32: SEGMENT INFORMATION

The Company operates in one segment namely aluminum based products.

NOTE 33: C.I.F. VALUE OF IMPORTS, EXPENDITURE AND EARNINGS IN FOREIGN CURRENCY

(In Lakhs)

Sr No.	Particulars	2023-24	2022-23
1	CIF value of imports		
	Raw material	Nil	Nil
	Traded goods	2449.69	Nil
	Total	2449.69	Nil
2	Expenditure in Foreign Currency		
	Interest	Nil	Nil
	Total	Nil	Nil
3	Earnings in Foreign Currency		
	F.O.B. value of exports	Nil	Nil
	Total	Nil	Nil

NOTE 34: IMPORTED AND INDIGENOUS MATERIAL AND STORES AND SPARES CONSUMED

MATERIAL CONSUMED

(In Lakhs)

Sr No.	Particulars	Current Year 2023-24		Previous Year 2022-23	
		Amount	Percentage	Amount	Percentage
1	Imported	Nil	-	Nil	-
2	Indigenous	Nil	-	Nil	-
	Total	Nil	-	Nil	-

STORES AND SPARES CONSUMED

(In Lakhs)

Sr No.	Particulars	Current Year 2023-24		Previous Year 2022-23	
		Amount	Percentage	Amount	Percentage
1	Imported	Nil	-	Nil	-
2	Indigenous	Nil	-	Nil	-
	Total	Nil	-	Nil	-

NOTE 35: DISCLOSURE OF FOREIGN CURRENCY EXPOSURE

PARTICULARS OF UNHEDGED FOREIGN CURRENCY LIABILITY AS ON BALANCE SHEET DATE

Sr No.	Particulars	Currency	Amount in Foreign Currency (US\$ in Lakhs)	Amount (₹ in Lakhs)
1	Trade payables	US Dollar (US\$)	0.55	47.57

PARTICULARS OF HEDGED FOREIGN CURRENCY LIABILITY AS ON BALANCE SHEET DATE

Sr No.	Particulars	Currency	Amount in Foreign Currency (US\$ in Lakhs)	Amount (₹ in Lakhs)
1	Loans (Buyer's Credit)	US Dollar (US\$)	Nil	Nil

NOTE 36: SOME OF THE CREDITORS HAVE FILED SUIT AGAINST THE COMPANY FOR THE RECOVERY OF THEIR DUES, FURTHERMORE THE COMPANY HAS ALSO FILED CASE AGAINST SOME OF THE DEBTORS. HOWEVER THE MANAGEMENT HAS ASSURED THAT THESE LITIGATIONS AND CLAIMS SHALL BE RESOLVED AMICABLY WITH THE CONCERNED PARTIES.

For SSRV & Associates

Chartered Accountants
ICAI Registration Number: 135901W

sd/-

Satyendra S. Sahu

Partner

Membership Number: 126823

Place: Mumbai

Dated : 20th June, 2024

For and on Behalf of Board of Directors

sd/-

Sunderlal Bothra

Managing Director

DIN: 00737982

sd/-

Kishanlal Bothra

Director & CFO

DIN: 00738027

sd/-

Sonu Singhal

Company Secretary

Bothra Metals & Alloys Ltd.

A House of Metals

CIN: L27100MH200IPLC133926

+91-(022) 49785309 | info@bothrametals.com | www.bothrametals.com

Registered Address: Office No. 15, 3rd Floor, 5 Bothra House, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi, Mumbai - 400002, Maharashtra, Bharat

Attendance Slip

23rd Annual General Meeting

DP ID/ Client ID	
Folio No	
No Of Shares Held	
Name and the Address of the Registered Shareholder	

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 23rd Annual General Meeting of the Company on **Thursday, 26 September, 2024 at 11 AM** at the Registered office of the Company.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

Bothra Metals & Alloys Ltd.

A House of Metals

CIN: L27100MH200IPLC133926

+91-(022) 49785309 | info@bothrametals.com | www.bothrametals.com

Registered Address: Office No. 15, 3rd Floor, 5 Bothra House, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi, Mumbai - 400002, Maharashtra, Bharat

Form No. MGT-11

Proxy Form

Pursuant to Section 105(6) of the Companies Act,2013 and Rule 19(3) of the Companies (Management and Administration) Rules,2014

Name of the Member	
Registered Address	
Email ID	
Folio No/ Client ID	
DP ID	

I/ We being the member of, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on 26 September, 2024 at the registered office of the Company at 11 AM ,and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:

- Adoption of financial statements
- Declaration of Dividend
- Appointment of Directors-Retire by Rotation
- Appointment of Auditor to fill casual vacancy
- Appointment of Statutory Auditor
- Appointment of Aditya Sukharam Saran as an Independent Director
- To approve Borrowing powers of the Company U/s 180(1)(c) of the Companies Act, 2013

Signed this day of..... 2024

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.