



IMFA Building
Bhubaneswar -751010
Odisha, India

Corporate Identity No.
L271010R1961PLC000428

TEL +91 674 2611000
+91 674 2580100
FAX +91 674 2580020
+91 674 2580145

mail@imfa.in

www.imfa.in

27th January, 2022

The Listing Department National Stock Exchange of India Ltd. Exchange Plaza Plot No.C/1, G. Block Bandra-Kurla Complex Bandra (E) Mumbai-400051 Stock Symbol & Series : IMFA, EQ	The Deputy General Manager (Corporate Services) BSE Limited Floor 25, P.J. Towers Dalal Street , Fort Mumbai-400001 Stock Code : 533047
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Re: Outcome of the meeting of the Board of Directors held on 27th January 2022

Dear Sir/Madam

The Board of Directors of the Company at their meeting held on 27th January 2022, inter alia, have approved the following:

- (1) The unaudited financial results (Standalone & Consolidated) of the Company for the quarter and nine month ended 31st December, 2021 (copy enclosed as Annexure-I).
- (2) Amended Policy on Materiality of Related party Transaction (copy Enclosed as Annexure-II).

This may kindly be taken on record.

Thanking you,

For INDIAN METALS & FERRO ALLOYS LIMITED

(PREM KHANDELWAL)
CFO & COMPANY SECRETARY

Encl : As above

INDIAN METALS & FERRO ALLOYS LIMITED

Regd. Office: IMFA Building, Bomikhal, Rasulgarh, Bhubaneswar - 751010 (Odisha)
 Phone: +91 674 2611000, 2580100; Fax: +91 674 2580020; Email: mail@imfa.in; Website: www.imfa.in
 CIN: LZ7101OR1961PLC000428

(Rs. in Crore)

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2021						
Particulars	Quarter ended			Nine Months ended		Year ended
	31-Dec-2021 (Unaudited)	30-Sep-2021 (Unaudited)	31-Dec-2020 (Unaudited)	31-Dec-2021 (Unaudited)	31-Dec-2020 (Unaudited)	31-Mar-2021 (Audited)
1. Income						
(a) Revenue from Operations	655.22	653.16	425.46	1,846.24	1,268.12	1,844.23
(b) Other Income	2.95	6.48	4.61	13.39	39.50	51.30
Total Income	658.17	659.64	430.07	1,859.63	1,307.62	1,895.53
2. Expenses						
(a) Cost of Materials Consumed	309.52	256.92	239.03	797.62	674.14	908.34
(b) Changes in Inventories of Finished Goods and Work-in-Progress	(36.41)	(11.36)	(24.44)	(55.93)	(8.27)	27.00
(c) Employee Benefits Expense	47.31	50.05	46.69	137.93	119.53	166.28
(d) Finance Costs						
- Interest on borrowing including other finance costs	16.48	13.71	15.18	43.97	48.42	63.59
- Loss/(Gain) on foreign currency transactions and translations on borrowing	(1.23)	(0.56)	(2.46)	1.36	(7.73)	(6.17)
(e) Depreciation and Amortisation Expense	25.73	24.94	26.13	74.79	77.56	104.22
(f) Loss/(Gain) on foreign currency transactions and translations including mark to market valuation (net)	(5.70)	(3.17)	(2.08)	(8.39)	(9.36)	(9.04)
(g) Impairment loss of trade receivables and other financial assets	0.18	-	-	0.18	0.26	0.26
(h) Other Expenses	128.40	124.20	97.82	353.34	284.79	413.66
Total Expenses	484.28	454.73	395.87	1,344.87	1,179.34	1,668.14
3. Profit/(Loss) before tax (1-2)	173.89	204.91	34.20	514.76	128.28	227.39
4. Tax Expense :						
- Current Tax	52.65	62.37	6.09	153.23	22.36	46.41
- Deferred Tax	(0.50)	(2.39)	(4.03)	(3.71)	5.58	14.23
5. Profit/(Loss) after tax (3-4)	121.74	144.93	32.14	365.24	100.34	166.75
6. Other Comprehensive Income/(Expense)						
Items that will not be reclassified to profit or loss (net of tax)						
- Remeasurements of defined benefit plan	0.31	1.07	(0.23)	(0.02)	1.83	(0.70)
- Income tax relating to items that will not be reclassified to profit or loss	(0.11)	(0.37)	0.08	0.01	(0.64)	0.25
7. Total Comprehensive Income/(Expense) after tax (5+6)	121.94	145.63	31.99	365.23	101.53	166.30
8. Paid-up Equity Share Capital (Face Value ₹10/- each)	26.98	26.98	26.98	26.98	26.98	26.98
9. Other Equity excluding Revaluation Reserves						1,199.71
10. Earnings per share-Basic & Diluted (in Rupees) (not annualised) (refer note no.8)	*22.56	*26.86	*5.96	*67.69	*18.60	30.91

PART II - Segment wise Revenue, Results, Assets and Liabilities

(Rs. in Crore)

Particulars	Standalone Quarter ended			Standalone Nine Months ended		Standalone Year ended
	31-Dec-2021 (Unaudited)	30-Sep-2021 (Unaudited)	31-Dec-2020 (Unaudited)	31-Dec-2021 (Unaudited)	31-Dec-2020 (Unaudited)	31-Mar-2021 (Audited)
1. Segment Revenue						
a) Ferro Alloys	644.87	645.31	418.59	1,819.48	1,239.59	1,806.23
b) Power	124.66	106.33	107.95	332.58	296.19	408.43
c) Mining	63.38	56.32	47.70	209.80	145.31	225.03
d) Others	0.32	0.11	0.69	0.86	0.99	1.74
Total	833.23	808.07	574.93	2,362.72	1,682.08	2,441.43
Less: Inter Segment Revenue	188.06	162.66	155.77	542.42	441.68	633.70
Net Income from Operations	645.17	645.41	419.16	1,820.30	1,240.40	1,807.73
2. Segment Results						
a) Ferro Alloys	208.15	213.91	44.91	585.03	145.25	264.18
b) Power	(1.38)	(1.58)	(1.47)	(4.70)	(3.82)	(5.92)
c) Mining	(6.87)	2.21	1.95	(13.11)	(5.37)	(10.53)
d) Others	(0.39)	0.35	(1.76)	(1.00)	(5.32)	(7.12)
Total	199.51	214.89	43.63	566.22	130.74	240.61
Less: Finance Costs	15.23	13.15	12.72	45.31	40.69	57.42
Less: Other Un-allocable Expenditure net of Un-allocable Income	10.39	(3.17)	(3.29)	6.15	(38.23)	(44.20)
Total Profit/(Loss) Before Tax	173.89	204.91	34.20	514.76	128.28	227.39
3. Segment Assets						
a) Ferro Alloys	1,037.35	984.64	708.99	1,037.35	708.99	866.47
b) Power	745.01	745.78	791.16	745.01	791.16	830.82
c) Mining	191.35	176.62	108.86	191.35	108.86	129.81
d) Others	39.97	39.78	44.70	39.97	44.70	43.35
e) Unallocated	669.93	688.97	765.78	669.93	765.78	654.23
Total Segment Assets	2,683.61	2,635.79	2,419.49	2,683.61	2,419.49	2,524.68
4. Segment Liabilities						
a) Ferro Alloys	187.79	123.07	157.58	187.79	157.58	188.79
b) Power	270.85	235.77	244.81	270.85	244.81	245.55
c) Mining	36.04	36.78	36.31	36.04	36.31	41.96
d) Others	1.79	3.01	1.11	1.79	1.11	2.05
e) Unallocated	110.80	101.55	101.46	110.80	101.46	111.27
Total Segment Liabilities	607.27	500.18	541.27	607.27	541.27	589.62
Other Liabilities including borrowings and Leases	516.88	684.62	708.21	516.88	708.21	708.37
Total Liabilities	1,124.15	1,184.80	1,249.48	1,124.15	1,249.48	1,297.99

NOTES:

1. The above standalone results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Company at their respective meetings held on 27th January, 2022.
2. Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments viz. "Ferro Alloys", "Power" and "Mining". The accounting principles used in the preparation of these financial results are consistently applied to record revenue and expenditure in individual segments (refer PART II).
3. The Company holds 79.2% equity in Utkal Coal Ltd (UCL), as SPV which was allotted the Utkal 'C' coal block that was subsequently cancelled by virtue of an order of the Hon'ble Supreme Court. Earlier litigation pertaining to compensation for leased land was finally dropped after the Central Government reinitiated the auction process. However, the allotment to a State PSU was annulled after it failed to execute the pertinent agreement. The coal block has been considered for fresh auction once again as per the latest list issued by Nominated Authority. Meanwhile, the Company has filed a petition in the Hon'ble Delhi High Court in March, 2020 praying for early determination and payment of compensation which is being heard. Hence, UCL is hopeful of receiving compensation amount pending which no accounting adjustments have been made in its books of accounts; therefore, no provision is considered necessary against the Company's net exposure in UCL as at 31st December, 2021 amounting to Rs 111.42 crore equity and Rs 263.24 crore unsecured loan.
4. In view of the circumstances detailed above in Note No. 3 and considering the probability that the Company will collect the consideration to which it is entitled to, with effect from 1st October, 2014 the Company had postponed recognition of income from interest on unsecured loan given to UCL. The interest income would be considered as revenue in the year of settlement of compensation.
5. The Company has considered the possible effects that may result from COVID-19 on the carrying amounts of financial assets, inventory, receivables, loans and advances, property plant and equipment, intangibles etc. as well as liabilities accrued. The Company has further evaluated the impact of COVID-19 resulting from (i) the possibility of constraints to fulfil its performance obligations under the contract with customers and (ii) termination or deferment of contracts by customers. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information. Having reviewed the underlying data and based on current estimates, the Company does not expect any material impact on the carrying amount of these assets and liabilities. Due to the nature of the pandemic, the Company will continue to monitor developments to identify significant uncertainties relating to revenue in future periods. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions. The Company has also evaluated the impact of the same on the aforementioned risks i.e. credit risk, liquidity risk, market risk, currency risk and interest risk and does not foresee any material impact on account of the same. However, the Company is closely monitoring the situation for any future impact.
6. The Parliament of India has approved the Code of Social Security, 2020 (the Code) which may impact the contributions by the Company towards provident fund, gratuity and ESIC. The Code has been published in the Gazette of India however, the effective date has not yet been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective, if any.
7. The MCA vide notification dated 24th March, 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures. Amendments are applicable from 1st April, 2021. The Company has incorporated the changes as per the said amendment in the above results and has also changed comparative numbers wherever it is applicable.
8. Pursuant to the approval of the shareholders through postal ballot and e-voting on 30th December, 2021, the Allotment Committee of the Directors at its meeting held on 11th January, 2022, issued and allotted 2,69,77,053 fully paid up Bonus equity shares of Rs. 10 each in the ratio of 1:1 (i.e. 1 Bonus equity share for every 1 existing equity share of the Company) to the shareholders who held equity shares on the record date i.e. 10th January, 2022. Accordingly, basic and diluted earnings per equity share of periods presented have been calculated based on the weighted average number of equity shares outstanding in respective periods, as increased for issuance of bonus equity shares. Post the issuance of bonus equity shares, the total paid up equity share capital of the Company will be increased from Rs. 26.98 Crores to Rs. 53.95 Crores.
9. Previous periods' figures have been rearranged/regrouped, wherever considered necessary, to make them comparable with those of current year/period.

By order of the Board
For INDIAN METALS & FERRO ALLOYS LTD

Place : New Delhi
Date : 27th January, 2022

Subhrajant Panda
Managing Director
DIN - 00171845

Independent Auditor's Review Report on the Standalone Unaudited Financial Results for the quarter and nine months ended 31st December, 2021 of the Indian Metals and Ferro Alloys Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
INDIAN METALS AND FERRO ALLOYS LIMITED

1. We have reviewed the accompanying Statement of standalone unaudited financial results of **Indian Metals and Ferro Alloys Limited** ("the Company"), for the quarter and nine months ended 31st December, 2021 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognised accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter

5. We draw attention to the following matters in the Notes to the standalone unaudited financial results:
- a) Note 3 and 4 to the standalone unaudited financial results relating to the Company's exposure in a subsidiary and non-recognition of income from interest on unsecured loan given to the subsidiary, respectively. These matters have arisen out of the cancellation of allotment of the coal block being held by the subsidiary vide the Hon'ble Supreme Court of India's Order dated 24th September, 2014 and the subsequent events in connection therewith.
 - b) Note 5 to the standalone unaudited financial results, which describes the uncertainties and the impact of Covid-19 pandemic on the Company's operations, carrying amounts of investments, recoverability of receivables and other assets and management's evaluation of the future performance of the Company. In view of the uncertain economic environment, a definitive assessment of the impact on the subsequent periods is dependent upon circumstances as they evolve.

Our conclusion is not modified in respect of these matters.

For SCV & CO. LLP
Chartered Accountants
Firm's Registration Number : 000235N/N500089

(RAJIV PURI)
PARTNER
MEMBERSHIP No. 084318
ICAI UDIN : 22084318AAAAAQ1779

Place : New Delhi
Date : 27th January, 2022

INDIAN METALS & FERRO ALLOYS LIMITED

Regd. Office: IMFA Building, Bomikhal, Rasulgarh, Bhubaneswar - 751010 (Odisha)
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CIN: L27101OR1961PLC000428

(Rs. in Crore)

PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2021						
	Quarter ended			Nine Months ended		Year ended
	31-Dec-2021 (Unaudited)	30-Sep-2021 (Unaudited)	31-Dec-2020 (Unaudited)	31-Dec-2021 (Unaudited)	31-Dec-2020 (Unaudited)	31-Mar-2021 (Audited)
1. Income						
(a) Revenue from Operations	655.22	653.16	425.46	1,846.24	1,268.12	1,844.23
(b) Other Income	2.99	4.81	4.64	11.85	37.94	49.78
Total Income	658.21	657.97	430.10	1,858.09	1,306.06	1,894.01
2. Expenses						
(a) Cost of Materials Consumed	309.52	256.92	239.03	797.62	674.14	908.34
(b) Changes in Inventories of Finished Goods and Work-in-Progress	(36.41)	(11.36)	(24.44)	(55.93)	(8.27)	27.00
(c) Employee Benefits Expense	47.33	50.07	46.71	138.00	119.60	166.39
(d) Finance Costs	-	-	-	-	-	-
- Interest on borrowing including other finance costs	15.84	13.07	14.52	42.03	46.43	60.95
- Loss/(Gain) on foreign currency transactions and translations on borrowing	(1.23)	(0.56)	(2.46)	1.36	(7.73)	(6.17)
(e) Depreciation and Amortisation Expense	25.73	24.94	26.13	74.79	77.56	104.22
(f) Loss/(Gain) on foreign currency transactions and translations including mark to market valuation (net)	(5.70)	(3.17)	(2.08)	(8.39)	(9.36)	(9.04)
(g) Other Expenses	128.55	124.24	97.88	353.59	284.95	413.86
Total Expenses	483.63	454.15	395.29	1,343.07	1,177.32	1,665.55
3. Profit/(Loss) before tax (1-2)	174.58	203.82	34.81	515.02	128.74	228.46
4. Tax Expense :						
- Current Tax	52.83	62.55	6.30	153.77	22.94	47.20
- Deferred Tax	(0.49)	(2.44)	(4.02)	(3.79)	5.61	14.28
5. Profit/(Loss) after tax (3-4)	122.24	143.71	32.53	365.04	100.19	166.98
6. Other Comprehensive Income/(Expense)						
Items that will not be reclassified to profit or loss (net of tax)						
- Remeasurements of defined benefit plan	0.31	1.07	(0.23)	(0.02)	1.83	(0.70)
- Income tax relating to items that will not be reclassified to profit or loss	(0.11)	(0.37)	0.08	0.01	(0.64)	0.25
Items that will be reclassified to profit or loss						
- Exchange differences in translating the financial Statements of a foreign operation	(0.01)	0.01	0.01	0.03	(0.11)	(0.10)
7. Total Comprehensive Income/(Expense) after tax (5+6)	122.43	144.42	32.39	365.06	101.27	166.43
8. Profit/(Loss) attributable to :						
(a) Owners of the Parent	122.12	143.58	32.42	364.66	99.85	166.55
(b) Non-controlling interest	0.12	0.13	0.11	0.38	0.34	0.43
9. Other Comprehensive Income/(Expense) (net of tax) attributable to :						
(a) Owners of the Parent	0.19	0.71	(0.14)	0.02	1.08	(0.55)
(b) Non-controlling interest	-	-	-	-	-	-
10. Total Comprehensive Income/(Expense) for the period attributable to : (8+9)						
(a) Owners of the Parent	122.31	144.29	32.28	364.68	100.93	166.00
(b) Non-controlling interest	0.12	0.13	0.11	0.38	0.34	0.43
11. Paid-up Equity Share Capital (Face Value ₹10/- each)	26.98	26.98	26.98	26.98	26.98	26.98
12. Other Equity excluding Revaluation Reserves						1,214.85
13. Earnings per share-Basic & Diluted (in Rupees) (*not annualised) (refer note no.10)	*22.66	*26.64	*6.03	*67.66	*18.57	30.95

Part II : Segment wise Revenue, Results, Assets and Liabilities

(Rs. in Crore)

Particulars	Consolidated Quarter ended			Consolidated Nine Months ended		Consolidated Year ended
	31-Dec-2021 (Unaudited)	30-Sep-2021 (Unaudited)	31-Dec-2020 (Unaudited)	31-Dec-2021 (Unaudited)	31-Dec-2020 (Unaudited)	31-Mar-2021 (Audited)
1. Segment Revenue						
a) Ferro Alloys	644.87	645.31	418.59	1,819.48	1,239.59	1,806.23
b) Power	124.66	106.33	107.95	332.58	296.19	408.43
c) Mining	63.38	56.32	47.70	209.80	145.31	225.03
d) Others	0.32	0.11	0.69	0.86	0.99	1.74
Total	833.23	808.07	574.93	2,362.72	1,682.08	2,441.43
Less: Inter Segment Revenue	188.06	162.67	155.77	542.42	441.68	633.70
Net Income from Operations	645.17	645.40	419.16	1,820.30	1,240.40	1,807.73
2. Segment Results						
a) Ferro Alloys	208.15	213.91	44.91	585.03	145.25	264.20
b) Power	(1.38)	(1.58)	(1.47)	(4.70)	(3.82)	(5.92)
c) Mining	(6.91)	2.17	1.84	(13.25)	(5.59)	(10.86)
d) Others	(0.39)	0.35	(1.76)	(1.00)	(5.32)	(7.12)
Total	199.47	214.85	43.52	566.08	130.52	240.30
Less: Finance Costs	14.59	12.51	12.06	43.37	38.70	54.72
Less: Other Un-allocable Expenditure net of Un-allocable Income	10.30	(1.48)	(3.35)	7.69	(36.92)	(42.88)
Total Profit/(Loss) Before Tax	174.58	203.82	34.81	515.02	128.74	228.46
3. Segment Assets						
a) Ferro Alloys	1,037.35	984.64	708.99	1,037.35	708.99	866.47
b) Power	745.01	745.78	791.16	745.01	791.16	830.82
c) Mining	558.10	543.38	475.79	558.10	475.79	496.63
d) Others	39.98	39.78	44.70	39.98	44.70	43.35
e) Unallocated	319.60	338.27	414.98	319.60	414.98	304.10
Total Segment Assets	2,700.04	2,651.85	2,435.62	2,700.04	2,435.62	2,541.37
4. Segment Liabilities						
a) Ferro Alloys	187.79	123.07	157.58	187.79	157.58	188.79
b) Power	270.85	235.77	244.81	270.85	244.81	245.55
c) Mining	33.92	36.97	36.53	33.92	36.53	42.19
d) Others	1.79	3.01	1.11	1.79	1.11	2.05
e) Unallocated	110.77	101.56	100.84	110.77	100.84	111.13
Total Segment Liabilities	605.12	500.38	540.87	605.12	540.87	589.71
Other Liabilities including borrowings and Leases	490.74	655.98	679.40	490.74	679.40	679.36
Total Liabilities	1,095.86	1,156.36	1,220.27	1,095.86	1,220.27	1,269.07

NOTES:

1. The above consolidated results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Company at their respective meetings held on 27th January, 2022.
2. The consolidated audited financial results include the results of the Company and four subsidiaries. The Company together with its subsidiaries is herein referred to as the Group.
3. Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments viz. "Ferro Alloys", "Power" and "Mining". The accounting principles used in the preparation of these financial results are consistently applied to record revenue and expenditure in individual segments (refer PART II).
4. The Parent Company had initiated arbitration proceedings against the Government of Indonesia under a Bilateral Investment Protection Treaty as a coal mining concession held by Indmet Mining Pte Ltd ('Indmet', a wholly owned subsidiary of the Company incorporated in Singapore), through a subsidiary PT Sumber Rahayu Indah ('SRI'), could not be operationalised. Consequent to rejection of claim filed by the Company in 2018-19, the Board of Directors of Indmet and SRI have initiated the process for striking-off of the name of the Company.
5. The Company holds 79.2% equity in Utkal Coal Ltd (UCL), as SPV which was allotted the Utkal 'C' coal block that was subsequently cancelled by virtue of an order of the Hon'ble Supreme Court. Earlier litigation pertaining to compensation for leased land was finally dropped after the Central Government reinitiated the auction process. However, the allotment to a State PSU was annulled after it failed to execute the pertinent agreement. The coal block has been considered for fresh auction once again as per the latest list issued by Nominated Authority. Meanwhile, the Company has filed a petition in the Hon'ble Delhi High Court in March, 2020 praying for early determination and payment of compensation which is being heard. Hence, UCL is hopeful of receiving compensation amount pending which no accounting adjustments have been made in its books of accounts; therefore, no provision is considered necessary against the Company's net exposure in UCL as at 30th September, 2021 amounting to Rs 111.42 crore equity and Rs 263.24 crore unsecured loan in standalone financial statements.
6. In view of the circumstances detailed above in Note No. 5 and considering the probability that the Parent Company will collect the consideration to which it is entitled to, with effect from 1st October, 2014 the Parent Company had postponed recognition of income from interest on unsecured loan given to UCL. The interest income would be considered as revenue in the year of settlement of compensation.
7. The Group has considered the possible effects that may result from COVID-19 on the carrying amounts of financial assets, inventory, receivables, loans and advances, property plant and equipment, intangibles etc. as well as liabilities accrued. The Company has further evaluated the impact of COVID-19 resulting from (i) the possibility of constraints to fulfil its performance obligations under the contract with customers and (ii) termination or deferment of contracts by customers. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information. Having reviewed the underlying data and based on current estimates, the Company does not expect any material impact on the carrying amount of these assets and liabilities. Due to the nature of the pandemic, the Company will continue to monitor developments to identify significant uncertainties relating to revenue in future periods. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions. The Company has also evaluated the impact of the same on the aforementioned risks i.e. credit risk, liquidity risk, market risk, currency risk and interest risk and does not foresee any material impact on account of the same. However, the Group is closely monitoring the situation for any future impact.
8. The Parliament of India has approved the Code of Social Security, 2020 (the Code) which may impact the contributions by the Company towards provident fund, gratuity and ESIC. The Code has been published in the Gazette of India however, the effective date has not yet been notified. The Company and its Indian subsidiaries will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective, if any.
9. The MCA vide notification dated 24th March, 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures. Amendments are applicable from 1st April, 2021. The Group has incorporated the changes as per the said amendment in the above results and has also changed comparative numbers wherever it is applicable.
10. Pursuant to the approval of the shareholders through postal ballot and e-voting on 30th December, 2021, the Allotment Committee of the Directors at its meeting held on 11th January, 2022, issued and allotted 2,69,77,053 fully paid up Bonus equity shares of Rs. 10 each in the ratio of 1:1 (i.e. 1 Bonus equity share for every 1 existing equity share of the Company) to the shareholders who held equity shares on the record date i.e. 10th January, 2022. Accordingly, basic and diluted earnings per equity share of periods presented have been calculated based on the weighted average number of equity shares outstanding in respective periods, as increased for issuance of bonus equity shares. Post the issuance of bonus equity shares, the total paid up equity share capital of the Parent Company will be increased from Rs. 26.98 Crores to Rs. 53.95 Crores.
11. Previous periods' figures have been rearranged/regrouped, wherever considered necessary, to make them comparable with those of current year/period.

By order of the Board
For INDIAN METALS & FERRO ALLOYS LTD

Place : New Delhi
Date : 27th January, 2022

Subhrakant Panda
Managing Director
DIN - 00171845

Independent Auditor's Review Report on the Consolidated Unaudited Financial Results for the quarter and nine months ended 31st December, 2021 of the Indian Metals and Ferro Alloys Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
INDIAN METALS AND FERRO ALLOYS LIMITED

1. We have reviewed the accompanying Statement of consolidated unaudited financial results of **Indian Metals and Ferro Alloys Limited** ("the Parent Company") and its subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group") for the quarter and nine months ended 31st December, 2021 ("the Statement") being submitted by the Parent Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
2. This Statement, which is the responsibility of the Parent Company's Management and approved by the Parent Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with standards on auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/ 44/ 2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

Subsidiaries/ Step Down Subsidiaries-

- i. Utkal Coal Ltd
 - ii. IMFA Alloys Finlease Ltd
 - iii. Indmet Mining Pte. Ltd.
 - iv. PT. Sumber Rahayu Indah, [70 % Subsidiary of Indmet Mining Pte. Ltd.]
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 8, 9 and 10 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognised accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Material Uncertainty Related to Going Concern

6. We draw attention to the "Material Uncertainty Related to Going Concern" paragraph to the Independent Auditor's review report dated 25th January, 2022 on the financial information of Utkal Coal Limited (UCL), a subsidiary of the Company, for the quarter and nine months ended 31st December, 2021, which is reproduced hereunder:

"We draw attention to Note No. 19 to the financial statements which indicates that due to the events or conditions as mentioned said Note, material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern". (refer Note 5 to the consolidated unaudited financial results for summary of matter). The conclusion of the auditor of the said subsidiary is not modified in respect of this matter.

Our conclusion is also not modified in respect of this matter.

Emphasis of Matter

7. We draw attention to the following matters in the Notes to the consolidated unaudited financial results:
- a. Note 5 and 6 to the consolidated unaudited financial results relating to the Parent Company's exposure in Utkal Coal Ltd., a subsidiary of the Parent Company. The matter has arisen out of the cancellation of allotment of the coal block being held by the subsidiary vide the Hon'ble Supreme Court of India's Order dated 24th September, 2014 and the subsequent events in connection therewith.
 - b. Note 7 to the consolidated unaudited financial results, which describes the uncertainties and the impact of Covid-19 pandemic on the Group's operations, recoverability of receivables and other assets and management's evaluation of the future performance of the Group. In view of the uncertain economic environment, a definitive assessment of the impact on the subsequent periods is dependent upon circumstances as they evolve.

Our conclusion is not modified in respect of these matters.

Other Matters

8. We did not review the interim financial results of three subsidiaries included in the consolidated unaudited financial results, whose interim financial results reflect total revenue of Rs. 0.69 crores and Rs 2.14 crores, total net profit after tax of Rs. 0.38 crores and Rs 1.43 crores and total comprehensive income of Rs. 0.38 crores and Rs. 1.43 crores for the quarter and nine months ended 31st December, 2021 respectively, as considered in the Statement. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.
9. The consolidated unaudited financial results include total revenues of Rs. 0.00 crores and Rs. 0.00 crores (Rs 8 thousand), total net loss after tax of Rs. 0.03 crores and Rs. 0.14 crores and total comprehensive income of Rs. -0.03 crores and Rs. -0.14 crores for the quarter and nine months ended 31st December, 2021 respectively, as considered in the Statement in respect of one subsidiary already included in paragraph 8 above is located outside India whose financial results has been prepared in accordance with accounting principles generally accepted in its country and which has been reviewed by other auditor under generally accepted auditing standards applicable in its country. The management has converted the financial statements of such subsidiary located outside India from accounting principles generally accepted in its country to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Parent Company's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiary located outside India is solely based on the report of other auditor and the conversion adjustments prepared by the management of the Parent Company and reviewed by us.
10. The Statement includes the unaudited interim financial results and other unaudited financial information of one subsidiary, which have been prepared by the management of the Company and have not been reviewed by its auditor, whose interim financial results reflects total revenue of Rs. 0.00 crores and Rs. 0.00 crores, total net loss after tax of Rs. 0.03 crores and Rs. 0.08 crores and total comprehensive income of Rs. -0.03 crores and Rs. -0.08 crores for the quarter and nine months ended 31st December, 2021 respectively, as considered in the Statement. According to the information and explanation given to us by management, these interim financial results are not material to the Group.

These unaudited interim financial results and other unaudited financial information have been approved and furnished to us by management and our conclusion on the Statement, in so far as it relates to the affairs of this subsidiary is based solely on such unaudited interim financial results and other unaudited financial information.

Our conclusion on the Statement in respect of the matters stated in para 8 , 9 and 10 above is not modified with respect to our reliance on the work done and reports of other auditors.

For SCV & CO. LLP
Chartered Accountants
Firm's Registration Number: 000235N/N500089

(RAJIV PURI)
PARTNER
MEMBERSHIP No. 084318
ICAI UDIN : 22084318AAAAAR4321

Place : New Delhi
Dated: 27th January, 2022

INDIAN METALS AND FERRO ALLOYS LIMITED

POLICY ON MATERIALITY OF RELATED PARTY TRANSACTIONS

1. Preface

Policy on Materiality of Related Party Transactions ("the Policy") has been formulated in accordance to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

2. Definitions

The definitions of some of the key terms used in this Policy are given below.

A. **"Related Party Transaction"** means a transaction involving a transfer of resources, services or obligations between:

- (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand; or
- (ii) a listed entity or any of its subsidiaries on one hand, and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the listed entity or any of its subsidiaries, with effect from April 1, 2023;

regardless of whether a price is charged and a "transaction" with a related party shall be construed to include a single transaction or a group of transactions in a contract:

Provided that the following shall not be a related party transaction:

- (a) the issue of specified securities on a preferential basis, subject to compliance of the requirements under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (b) the following corporate actions by the listed entity which are uniformly applicable/offered to all shareholders in proportion to their shareholding:
 - i. payment of dividend;
 - ii. subdivision or consolidation of securities;
 - iii. issuance of securities by way of a rights issue or a bonus issue; and
 - iv. buy-back of securities.
- (c) acceptance of fixed deposits by banks/Non-Banking Finance Companies at the terms uniformly applicable/offered to all shareholders/public, subject to disclosure of the same along with the disclosure of related party transactions every six months to the stock exchange(s), in the format as specified by the Board;

Provided further that this definition shall not be applicable for the units issued by mutual funds which are listed on a recognised stock exchange(s);

B. **“Related Party”** for the purpose of Related Party Transaction, an entity shall be considered as related to Company if

- (i) such entity is a related party under section 2(76) of the Companies Act, 2013; or
- (ii) such entity is a related party under applicable Indian Accounting Standards.

Provided that (a) any person or entity forming part of Promoter or Promoter Group of the Listed Entity; or (b) by any person or entity holding equity shares 20% or more or 10% or more w.e.f April 1, 2023 in the listed entity either directly or on a beneficial interest during preceding financial year shall deemed to be a related party

As per Section 2(76) of the Companies Act, 2013, “related party”, with reference to a company, means:

- i) a director or his relative;
- ii) a key managerial personnel or his relative;
- iii) a firm, in which a director, manager or his relative is a partner;
- iv) a private company in which a director or manager is a member or director;
- v) a public company in which a director or manager is a director and holds along with his relatives, more than two per cent of its paid-up share capital;
- vi) any body corporate whose Board of Directors, managing director or manager is accustomed to act in accordance with the advice, directions or instructions of a director or manager;
- vii) any person on whose advice, directions or instructions a director or manager is accustomed to act:

Provided that nothing in sub-clauses (vi) and (vii) shall apply to the advice, directions or instructions given in a professional capacity;

- viii) any company which is—
 - (1) a holding, subsidiary or an associate company of such company;
 - (2) a subsidiary of a holding company to which it is also a subsidiary; or
 - (3) an investing company or the venturer of the company.

Explanation.-For the purpose of this clause, “the investing company or the venturer of a company” means a body corporate whose investment in the company would result in the company becoming an associate company of the body corporate.

- ix) a Director (other than an Independent Director) or Key Managerial Personnel of the holding company or his relative;

C. **“Audit Committee”** means the Audit Committee as constituted by the Board of Directors of the Company.

D. **“Material Related Party Transaction”**, A transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

- E. **“Arm’s length Transaction”**, means a transaction between two related parties that is conducted as if they were unrelated, so that there is no conflict of interest.
- F. **“Material Modification”**: Material modification to a contract with a related party shall include;
- Change in quantity exceeding 20% of approved quantity
 - Change in rate exceeding 20% of approved rate
 - Change in period of contract exceeding 1 month

3. Process

- A. The transaction with related party should be entered only if it satisfies the following conditions:
- a) Transaction should be arising out of ordinary course of business
 - b) The transaction should not be prejudicial to the interest of the Company.
 - c) The transaction should be at arm’s length.
- B. All Related Party Transactions and subsequent material modification shall require prior approval of the Audit Committee. However, the Audit Committee may grant omnibus approval for Related Party Transactions proposed to be entered into by the company subject to the following conditions:
- i) The Audit Committee shall lay down the criteria for granting the omnibus approval in line with the policy on Related Party Transactions of the company and such approval shall be applicable in respect of transactions which are repetitive in nature.
 - ii) The Audit Committee shall satisfy itself the need for such omnibus approval and that such approval is in the interest of the company;
 - iii) Such omnibus approval shall specify (a) the name/s of the related party, nature of transaction, period of transaction, maximum amount of transaction that can be entered into, (b) the indicative base price / current contracted price and the formula for variation in the price if any and (c) such other conditions as the Audit Committee may deem fit;
- Provided that where the need for Related Party Transaction cannot be foreseen and aforesaid details are not available, Audit Committee may grant omnibus approval for such transactions subject to their value not exceeding Rs.1 crore per transaction.
- iv) Audit Committee shall review, atleast on a quarterly basis, the details of RPTs entered into by the company pursuant to each of the omnibus approval given.
 - v) Such omnibus approvals shall be valid for a period not exceeding one year and shall require fresh approvals after the expiry of one year.
- C. All Related Party Transactions, which are proposed to be entered by the Company (i) other than in ordinary course of business; and / or (ii) other than on arm’s length basis, shall require prior approval of the Board of Directors of the Company, by means of passing of resolution at a meeting of the Board.

Where any Director is interested in any Related Party Transaction, such Director will abstain from discussion and voting on the resolution relating to such transaction.

- D. All Material Related Party Transactions, of the nature given in the table below, shall require prior approval of the shareholders through special resolution and the related parties shall abstain from voting on such resolutions.

S.No.	Nature of transaction as per Section 188 of the Companies Act, 2013	Threshold limit for seeking approval of shareholders
1	Sale, purchase or supply of any goods or materials	Exceeding ten percent or more of the turnover of the Company.
2	Selling or otherwise disposing of, or buying, property of any kind	Exceeding ten percent or more of net worth of the Company.
3	Leasing of property of any kind	Exceeding ten percent or more of the turnover of the company.
4	Availing or rendering of any services	Exceeding ten percent or more of the turnover of the company.
5	Appointment of any agent for purchase or sale of goods, materials, services or property.	As per limits prescribed above in point 1, 2 & 4 above.
6	Such related party's appointment to any office or place of profit in the company, its subsidiary company or	At a monthly remuneration exceeding Rs 2.50 lakh per month.
7	Underwriting the subscription of any securities or derivatives thereof, of the company.	Exceeding 1% of the Net Worth of the Company.

Explanation:-

- The limits specified in sub-clauses 1) to 4) shall apply for transaction or transactions to be entered into either individually or taken together with the previous transactions during a financial year.
- Turnover or net worth shall be computed on the basis of the Audited Financial Statement of the preceding Financial Year.

E. Disclosures

Related Party Transactions

Details of all material transactions with related parties shall be disclosed quarterly along with the compliance report on corporate governance.

The company shall disclose the policy on dealing with Related Party Transactions on its website and a web link thereto shall be provided in the Annual Report.

F. Amendment / Review

The policy shall be reviewed by Board of Directors once in every three financial years and the Board may amend or modify this Policy in whole or in part, from time to time.

Amended Policy approved by the Board of Directors on 27th January 2022 and will be effective from 1st April, 2022.