

Date: 24.08.2023

Asst. Vice President National Stock Exchange of India Ltd. Exchange plaza, Bandra Kurla Complex Bandra (E) Mumbai - 400 051 Symbol: CORDSCABLE	Asst. General Manager Dept of Corp. Services, BSE Limited P.J. Towers, Dalal Street, Fort, Mumbai: 400001. Script Code: 532941
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Subject : Annual Report for the financial year ended March 31, 2023

Dear Sir/ Ma'am,

This is further to our letter dated July 28, 2023 wherein the Company had informed that the Annual General Meeting ("AGM") of the Company is scheduled to be held on Friday, September 22, 2023. In accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI), the 32nd AGM of the Company will be held through Video Conferencing / Other Audio-Visual Means at 03:00 p.m. IST.

In terms of the requirements of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company including the Notice of AGM for the financial year 2022-23, which has been sent through electronic mode to the Members. The Annual Report containing the Notice of AGM is also uploaded on the Company's website at <http://www.cordscable.com/cordscable/media/annual-reports/Cords%20Cable%20Annual%20Report%20or%20Notice%202023.pdf>

The details such as manner of (i) registering/updating email addresses, (ii) casting vote through e-voting and (iii) attending the AGM through VC/OAVM has been set out in the Notice of the AGM.

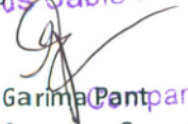
The schedule of AGM is as set out hereunder:

Particulars	Date(s)
Cut-off date for ascertaining shareholders who are eligible to participate in the remote e-voting/voting at the AGM	15.09.2023 (Friday)
Record Date for AGM	15.09.2023 (Friday)
E-voting starts date and time	19.09.2023 at 09:30 a.m.
E-voting ends date and time	21.09.2023 at 5:00 p.m.

Request you to take the same on your records.

Thanking You,
Yours' faithfully,

For CORDS CABLE INDUSTRIES LIMITED


GARIMA
PANT
Garima Pant, Company Secretary
Company Secretary
Encl.: as above

Works :

(UNIT I) : A-525, E-518, 519, 520, Industrial Area Chopanki, Bhiwadi, Distt. Alwar - 301707 (Rajasthan) Tel. No. : +91-7230003177
(UNIT II) : SP-239, 240, 241, Industrial Area Kaharani, Bhiwadi, Distt. Alwar - 301019 (Rajasthan) Tel. No. : +91-7230003176

The background of the cover features a large, detailed image of the Earth from space, showing continents and clouds. Overlaid on this are several diamond-shaped panels containing images of various types of cables: a bundle of white cables with copper conductors, a thick black cable with copper conductors, a bundle of multi-colored fiber optic cables, a bundle of multi-colored power cables, and a bundle of multi-colored data cables. There are also stylized lightning bolts representing electrical energy.

CORDSTM

Annual Report 2022-23

CORDS CABLE INDUSTRIES LIMITED

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CORPORATE INFORMATION**BOARD OF DIRECTORS**

Mr. Naveen Sawhney	Managing Director
Mr. Sanjeev Kumar	Whole Time Director (resigned w.e.f. July 28, 2023)
Mr. Pawan Kumar Maheswari	Whole Time Director (joined w.e.f. July 29, 2023)
Mr. Parveen Kumar	Non -Executive Director
Mr. Prem Kumar Vohra	Non -Executive Director
Mrs. Eila Bhatia	Non -Executive Director
Mr. Rahul Mohnot	Non -Executive Director

MANAGEMENT TEAM

Mr. Varun Sawhney	Vice President (Marketing, HR & IT)
Mr. Gaurav Sawhney	Vice President (Finance and Banking)
Mr. Hemant Kumar Pandita	Vice President (Marketing)
Mr. Pramod Singh Rawat	Works Manager
Mr. Anil Kumar Gupta	General Manager (Technical)
Mr. Jugendra Singh	General Manager (Sales & Marketing)
Mr. Ajay Dixit	General Manager (Sales & Marketing)
Mr. Pratyaksh Agarwal	General Manager (Technical)

COMPANY SECRETARY

Ms. Garima Pant

CHIEF FINANCIAL OFFICER

Mr. Sandeep Kumar

REGISTRAR AND SHARE TRANSFER AGENT

Link Intime India Private Limited
Noble Heights, 1st Floor, C- 1 Block
LSC, Near Savitri Market
Janakpuri, New Delhi- 110028
Tel No - +91-011-49411000
Fax No- +91-011-41410591
Email-delhi@linkintime.co.in

INTERNAL AUDITOR

M/s Agarwal Nikhil & Co.
Chartered Accountants
Noida, U.P.

STATUTORY AUDITORS

M/s Alok Misra & Co.
Chartered Accountants
New Delhi

BANKERS / FINANCIAL INSTITUTIONS

Canara Bank Limited
ICICI Bank Limited
Bandhan Bank Limited
Karnataka Bank Limited
HDFC Bank Limited
IndusInd Bank Limited
Bajaj Finance Limited
Tata Capital Financial Services Limited
Rajasthan State Industrial Development &
Industrial Corporation Ltd. (RIICO Ltd.)

STOCK EXCHANGES

Bombay Stock Exchange Limited
National Stock Exchange of India Limited

REGISTERED OFFICE

Cords Cable Industries Limited
CIN : L74999DL1991PLC046092
94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi-110020
Tel No- +91-011-40551200
Fax No-+91-011-40551280/81

Email ID-

For Investor - cscoc@cordscable.com
For Others - ccil@cordscable.com
Website - www.cordscable.com

PLANT LOCATIONS

- 1) A-525, E-518, 519, 520, Industrial Area Chopanki, Bhiwadi, District Alwar (Rajasthan) 301 707
- 2) SP-239, 240, 241, Industrial Area Kahrani, Bhiwadi, District Alwar (Rajasthan) 301 019

REGIONAL OFFICES

(1) Mumbai (2) Hyderabad (3) Kolkata (4) Chennai

Board's Report

Dear members,

The Board of Directors of **Cords Cable Industries Limited** ("Company") hereby submits the 32nd report on the business and operations, along with the audited financial statement for the financial year ended **March 31, 2023**.

The Financial summary and highlights

(Amount in ₹ Lacs)

Particulars	For Year ended	
	March 31, 2023	March 31, 2022
Revenue from operations	52,625.51	43,799.24
Other income	139.21	122.79
Total revenue	52,764.72	43,922.03
Operating Expenses	48,671.97	39,977.86
Profit before Interest, Depreciation and Tax (PBITD)	4,092.75	3,944.17
Finance cost	2,349.29	2,351.63
Depreciation	768.91	733.08
Profit (Loss) before tax (PBT)	974.55	859.46
Provision for tax including deferred tax	252.61	222.90
Profit (Loss) for the year	721.94	636.56
Balance at the beginning of period	8,494.98	8,018.42
Amounts available for appropriation	9216.92	8654.92
Transfer to Capital Redemption Reserve Account	-	160.00
Transfer to General Reserve	-	-
Dividend	-	-
Balance at the end of period	9,216.92	8,494.98
Earnings per share (basic and diluted)	5.52	4.91

The state of the company's affairs and business performance

The primary source of revenue for your company stems from the manufacturing and sale of high-quality customized cables conforming to both Indian and international specifications. This encompassing range includes Control, Instrumentation, and custom-designed cables, along with Low Voltage (LV) power cables. The Company has adeptly addressed the distinct needs of diverse industries, including Power, Oil and Gas, Refineries, Steel, Chemicals, Cement, Water Desalination, Metro Rail, Airports, and various other sectors.

During the financial year under review, the total income was ₹ 52,764.72 lacs as against ₹ 43,922.03 lacs in the previous year. Your Company earned Profit Before Interest, Tax and Depreciation of ₹ 4,092.75 lacs as against a PBITDA of ₹ 3,944.17 lacs in the previous year. The finance cost was ₹ 2,349.29 lacs as against ₹ 2,351.63 lacs in the previous year. The total comprehensive income comprising profit / loss and other comprehensive income for the period is ₹ 713.32 lacs as against a PAT of ₹ 635.27 lacs earned in the previous year.

Your company in the last Financial Year obtained approval from prestigious domestic / global customers covering sectors like Hydrocarbon, Power, Fertilizers & Chemicals, Cements, Metros, Water, Railways and infra projects and have obtained approvals from various customers like Ahmedabad Water supply, U.P. Jal Nigam, NCRTC Projects, SRF, Kutch Copper, Carbon Black, Adani Infra for Power, Control, Instrumentation and Communication cables. Besides, your Company has successfully obtained CE Marking Certification for our products and also obtained approval from Adnoc (UAE) for their products. Your Company has also executed large volume orders between ₹ 25 Cr. to ₹ 50 Cr. from prestigious customers like, L & T Hydrocarbon A/c IOCL Paradip, TPLA/c HRRL, Technimont, Ultratech Cement, Technip Paradeep, TPL-ONGC Kakinda, etc. Your Company's current focus is on increasing its business from various sectors including Pharma, Cement, Steel, Automobile industry apart from Hydrocarbons, Metros, Water Projects, Process Industry, Railways Signalling and Protection systems and infrastructure projects. Your Company also participated in various national and international electrical exhibitions including, ELECRAMA, ADIPEC – Abu Dhabi and Nigeria Oil & Gas – Abuja, Nigeria, etc.

During the period under review no material change in the future prospectus of said business activities is expected from overall economic scenario. The state of the company's affairs is as given in the enclosed financial statement and summary as given herein above. The segment wise reporting is not applicable to the Company as revenues of the Company are only from one segment.

During the year under review, no change took place in the name or status of your Company and in the financial year of the Company. There is no transaction or event involving any acquisition, merger, induction of financial or strategic partners, and diversification by your company. The company has not developed, acquired, or assigned any material intellectual property rights during the financial year under review. Further, there is no other material event having an impact on the affairs of the Company.

Change in the nature of business

During the period under review, no change has occurred in the nature of business carried by your company as it has not commenced any new business or discontinued or disposed-off any of its existing businesses.

Material Changes and Commitments

No material changes and commitments, either external or internal such as technical, legal, financial, strikes, breakdown and lockdown; affecting the financial position of the Company have occurred between the end of the financial year of the company to which the financial statement relates and the date of signing of this Report. Further, your Company has not revised any of its financial statements or the boards report in respect of the three preceding financial years either voluntarily or pursuant to the order of a judicial authority.

Particulars of Subsidiaries, Joint Ventures and Associate Companies

As on date of this report, your company does not have any subsidiary, joint ventures, and Associate Company. Further, during the period under review no company became or ceased to be its subsidiaries, joint venture, or Associate Company.

Change in capital structure

As at the end of financial year on March 31, 2023, the authorised share capital of the Company is ₹ 1710.00 lacs divided into 1,35,00,000 equity shares of ₹ 10 each and 3,60,000 Preference Share of ₹ 100 each. Whereas the paid-up capital of the Company as at the end of financial year on March 31, 2023, is ₹ 1292.78 lacs divided into 1,29,27,780 equity shares of ₹ 10 each.

During the financial year under review, no change took place in the authorised, issued, subscribed and paid-up share capital of the Company. Accordingly, the disclosures relating to issue of shares, warrants, convertible securities, equity shares with differential voting rights, sweat equity shares, employees stock options and shares held in trust for the benefit of employees are not applicable to your Company.

Borrowings and credit rating

Your company has not issued any debentures, bonds, or any other non-convertible securities to borrow money. The company has availed credit facilities from banks, financial institutions, and other entities. The ratings assigned by CareEdge Ratings (CARE Ratings Ltd.) to the credit facilities of your company are summarized as follows:

Facilities / Instruments	Rating	Remarks	Rating Definition
Long-term Facilities / Instruments	CARE BBB; Stable (Triple B; Outlook: Stable)	Reaffirmed	This rating is applicable to facilities having tenure of more than one year. Instruments with this rating are considered to have moderate degree of safety regarding timely servicing of financial obligations. Such instruments carry moderate credit risk. 'Stable' outlook indicates expected stability (or retention) of the credit ratings in the medium term on account of stable credit risk profile of the entity in the medium term.
Short-term Facilities / Instruments	CARE A3 (A Three)	Reaffirmed	This rating is applicable to facilities having tenure up to one year. Instruments with this rating are considered to have moderate degree of safety regarding timely payment of financial obligations.

Deposits

During the period under review, your company has not accepted any deposits as covered under Companies (Acceptance of Deposits) Rules, 2014 and no amount remained unpaid or unclaimed as at the end of the financial year. As your company has not accepted any deposits, therefore, no default in repayment of deposits or payment of interest thereon during the financial year under review. Further, there is no deposit which is not in compliance with the requirement of aforesaid rules.

The particulars of loan and advances not considered as deposits and not covered under Companies (Acceptance of Deposits) Rules, 2014 is as follows:

Particulars	Amount as at March 31, 2023 (₹ Lacs)
Loan from regional financial institutions	1,301.57
Loan from scheduled banks	2,571.37
Loan received from other Companies	4,243.04
Loan from directors	160.00
Security amount received from employees	3.89
Advance for supply of goods or services	94.38
Total	8,374.25

Dividend and other corporate actions

At the preceding Annual General Meeting of the Company, Dividend @ 10% p.a. on 1,60,000 Cumulative Redeemable Non-Convertible Preference Shares of ₹ 100 each for the financial year 2021-22 up to the date of redemption of such preference shares was declared and has been already paid during the year.

The Board of Directors, after duly considering the requirement of funds for Working Capital and repayment of loan instalments, have not recommended any dividend on equity shares for the year under review. This will further strengthen the financial position and help to accelerate the future growth plans of your Company.

The Company was not required to complete or implement any corporate action as there was no event related to declaration of dividend, buy back of securities, merger, demerger, listing or delisting of securities and split or consolidation of securities.

Transfer to Investor Education and Protection Fund

Pursuant to Section 125 and other applicable provisions of the Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all the unpaid or unclaimed dividends are required to be transferred to the IEPF established by the Central Government, upon completion of seven years.

Further, according to the IEPF Rules, the shares in respect of which dividend has not been paid or claimed by the Shareholders for seven consecutive years or more are also required to be transferred to the Demat account of IEPF Authority.

Your Company does not have any unpaid or unclaimed dividend or shares relating thereto which is required to be transferred to the IEPF till the date of this Report.

Transfers to reserves

Directors do not propose to transfer any amount for transfer to any reserve or general reserve of the Company.

Particulars of loans, guarantees or investment

The company has not granted any loan, guarantee, or provided security and has not made any investment falling within purview of section 186 of the Companies Act, 2013. The particulars of investments under section 186 of the Companies Act, 2013 are annexed herewith as 'Annexure-1'.

Particulars of contracts, arrangements and transactions with the related parties

The Company has a Policy on Related-Party Transactions in place which is in line with the Act and the SEBI Listing Regulations and the same is also available on the Company's website at <http://www.cordscable.com/cordscable/Related%20Party%20Policies.pdf>.

During the period under review, your company has not entered into any contract or arrangement with related parties as referred to in section 188 (1) of the Companies Act, 2013. None of the Directors has any pecuniary relationship or transaction(s) vis-a-vis the company except remuneration and sitting fees.

No material related-party transactions were entered into during the financial year by the Company. Therefore, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form No. AOC-2 is not applicable to the Company and hence the same is not provided.

The related-party transactions that were entered into during the financial year were on arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the SEBI Listing Regulations.

Apart from the transaction mentioned above, there were no materially significant related party transactions entered into by your Company with the Promoters, Directors, Key Managerial Personnel, or other designated persons which might have potential conflict with the interest of the Company at large, during the financial year under review.

Further, the related party transactions attracting the compliance under Section 177 of the Companies Act,

2013 and/or SEBI Listing Regulations were placed before the Audit Committee on quarterly basis for necessary approval/review. Also, a statement of all related party transactions entered was presented before the Audit Committee on quarterly basis, specifying the nature, value and any other related terms and conditions of the transactions.

During the period under review Related-Party transactions were also disclosed to the Board on regular basis as per IND AS-24. Details of related-party transactions as per IND AS-24 may be referred to in Note 32 (D) of the Financial Statement.

The transactions with persons or entities belonging to the promoter or promoter group which hold 10% or more shareholding in the Company as required under Schedule V, Part A (2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, have been disclosed in the accompanying financial statement at note no. 32 (D).

Particulars of Director and Key Managerial Personnel and changes

The particulars regarding the persons holding office as directors and key managerial persons during the financial year under along with particulars of changes among them upon appointment, re-appointment or cessation is annexed herewith as 'Annexure-2'.

Statement and declaration in respect of Independent Directors

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of Independence as laid down under section 149 (6) of the Companies Act, 2013 read with rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015.

In terms of Regulation 25 (8) of SEBI Listing Regulations, the independent directors of the Company have confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

The Board of Directors of the Company has taken on record the aforesaid declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, all the independent directors fulfil the conditions of independence as specified in the Act and the Rules made thereunder and are independent of the management. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications,

experience, and expertise in the fields of science and technology, industry experience, strategy, sales, marketing, finance and governance, information technology and digitalization, human resources, safety, and sustainability and that they hold the highest standards of integrity.

The independent directors also confirmed that they have complied with the Company's Code of Conduct for Independent Directors prescribed in Schedule IV to the Companies Act, 2013. The Certificate of Independence received from all the Independent Directors have been duly noted by the Board at its meeting held on May 20, 2023.

A statement of the Board of Directors with regard to integrity, expertise and experience of independent directors appointed during the financial year 2022-23 is annexed herewith as 'Annexure-3'.

Meeting of independent directors

The Independent Directors met once during the financial year under review on January 21, 2023, pursuant to Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV to the Companies Act, 2013, inter-alia, to discuss:

- Evaluation of performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluation of performance of Chairman of the Company, taking into views of Executive and Non-Executive Directors;
- Evaluation of the quality, content, and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Meeting of the Independent Directors was conducted without the presence of the Chairman, Managing Director, Non-Executive Directors, Chief Financial Officer and the Company Secretary and Compliance Officer of the Company.

Familiarization program for independent directors

The Independent Directors attend a familiarization and orientation program on being inducted into the Board. The details of familiarization and orientation program are provided in the Corporate Governance Report and are also available on the Company's website at http://cordscable.com/cordscable/Familiarisation_Programme.pdf.

Nomination and Remuneration Committee, policy on appointment of directors

The Nomination and Remuneration Committee ("NRC") is responsible for developing competency requirements for the Board based on the industry and strategy of the Company. The Board composition analysis reflects in-

depth understanding of the Company, including its strategies, environment, operations, financial condition, and compliance requirements.

The NRC conducts a gap analysis to refresh the Board on a periodic basis, including each time a director's appointment or re-appointment is required. The Committee is also responsible for reviewing the profiles of potential candidates vis-à-vis the required competencies and meeting potential candidates, prior to making recommendations of their nomination to the Board. At the time of appointment, a specific requirement for the position including expert knowledge expected is communicated to the appointee.

During the year under review, the Board has also reviewed the list of core skills, expertise and competencies of the Board of Directors as are required in the context of the businesses and sectors applicable to the Company which were mapped with each of the Directors on the Board. The same is disclosed in the Corporate Governance Report forming part of the Annual Report.

Criteria for Determining Qualifications, Positive Attributes, and Independence of a Director

The NRC has formulated the criteria for determining qualifications, positive attributes, and independence of directors in terms of provisions of Section 178(3) of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations.

Independence: In accordance with the above criteria, a director will be considered as an 'Independent Director' if (s)he meets the criteria for Independence as laid down in the Act and Rules framed thereunder, as amended and Regulation 16(1)(b) of the SEBI Listing Regulations.

Qualifications: A transparent Board nomination process is in place that encourages diversity of thought, experience, knowledge, perspective, age, and gender. It is also ensured that the Board has an appropriate blend of functional and industry expertise. While recommending the appointment of a Director, the NRC considers the manner in which the function and domain expertise of the individual will contribute to the overall skill-domain mix of the Board.

Positive Attributes: In addition to the duties as prescribed under the Act, the Directors on the Board of the Company are also expected to demonstrate high standards of ethical behaviour, strong interpersonal and communication skills, and soundness of judgement. Independent Directors are also expected to abide by the 'Code for Independent Directors' as outlined in Schedule IV to the Act.

Remuneration policy and remuneration of directors and key managerial personnel

On the recommendation of the NRC, the Board has adopted and framed a Remuneration Policy for the Directors, Key Managerial Personnel, and other

employees pursuant to the provisions of the Act and the Listing Regulations. The remuneration determined for Executive Directors is subject to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors. The Executive Directors are not paid sitting fees; the Independent Directors are entitled to sitting fees for attending the Board Meetings.

It is affirmed that the remuneration paid to Directors, Key Managerial Personnel and all other employees is in accordance with the Remuneration Policy of the Company. The Remuneration Policy of your Company can be viewed at the following link: http://cordscable.com/cordscable/Nomination_Remuneration_Policy.pdf.

The particulars regarding remuneration of the Directors and Key Managerial Personnel along with details of ratio of remuneration of each Director to the median remuneration of employees of the Company for the financial year under review is given in 'Annexure-4'.

A statement containing particulars of top ten employees and the employees drawing remuneration in excess of limits prescribed under Section 197 (12) of the Act read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in 'Annexure-4'.

In terms of proviso to Section 136(1) of the Act, the Report and Accounts are being sent to the shareholders including the aforesaid Annexure. The aforesaid Statement is also open for inspection at the Registered Office of the Company, up to the date of the ensuing Annual General Meeting. Any member interested in obtaining a copy of the same may write to the Company Secretary.

Neither the Managing Director nor the Whole-time Director of your Company receives any remuneration or commission from any of its subsidiaries as there was no such subsidiary company during the period under review.

Details of board meetings and constitution of various committees

The Board of Directors of your Company had already constituted various Committees in Compliance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Committee of Directors, and Corporate Social Responsibility Committee.

All decisions pertaining to the constitution of Committees, appointment of members and fixing of terms of reference and the role of the committees are taken by the Board of Directors.

Details of the role and composition of these committees, including the numbers of meetings held during the financial year and attendance at meetings, are provided in the Corporate Governance Section, which forms part of the Annual Report.

Listing and dematerialization of securities and the status of listing fee

The shares of the company are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE). The listing fee for the year 2022-23 has already been paid to the stock exchanges. The equity shares are available for dematerialization through National Securities Depository Limited and Central Depository Services (India) Limited and ISIN assigned to the equity shares is INE792I01017.

Corporate Governance

The Governance, Corporate Secretarial and Legal functions of the Company ensure maintenance of good governance within the organization. The existence of good corporate governance is essential for the businesses to function smoothly ensuring compliant at all times and providing strategic business partnership in the areas including legal expertise, corporate restructuring, regulatory changes and governance.

As required by Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a detailed report on Corporate Governance together with the Auditor's Certificate on its compliance forms part of the Annual Report as 'Annexure-5'.

A certificate issued by M/s Gupta Gulshan & Associates, Company Secretaries, regarding compliance with the conditions of Corporate Governance as stipulated in Regulation 34(3) and Schedule V of SEBI (Listing Obligation and Disclosure Requirements), 2015 has been obtained and is annexed at the end of Corporate Governance Report in the aforesaid annexure.

Also, a declaration signed by the Managing Director stating that the members of the Board of Directors and Senior management personnel have affirmed the compliance with code of conduct of the Board of Directors and Senior Management is forms part of this report. The code can be viewed at the following link: <http://www.cordscable.com/cordscable/Code%20of%20Conduct%20for%20the%20Directors%20and%20Senior%20Management%20Team.pdf>

Managing Director and Chief Financial Officer certification

The Managing Director and the Chief Financial Officer of the Company has given a certificate to the Board as contemplated under Regulation 17(8) of SEBI (Listing Obligation and Disclosure Requirements), 2015. The certificate is annexed with this report as 'Annexure-6'.

Management Discussion and Analysis

The Management Discussion and Analysis and the Business Responsibility Report as required under the SEBI Listing Regulations form part of this report as 'Annexure-7'.

Insider trading code

The company has adopted an 'Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Designated Persons ("the Code") in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 (The PIT Regulations). The Code is applicable to Promoters, Member of Promoter's Group, all Directors, and such Designated Employees who are expected to have access to unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance Officer for monitoring adherence to the said PIT Regulations. The company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with the PIT Regulations. All Board Directors and the designated persons have confirmed compliance with the Code. This Code is displayed on company's website viz. <http://www.cordscable.com/cordscable/PIT%20Policy.pdf>

Electronic Filing

The company is also periodically uploading Annual Reports, Financial Results and Shareholding Pattern etc. on its website viz. www.cordscable.com within the prescribed time limit.

Formal annual evaluation by the Board of its own performance and that of its committees

The Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its committees. The NRC has defined the evaluation criteria, procedure, and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

The performance of the Board and individual Directors was evaluated by the Board after seeking inputs from all the Directors. The performance of the Committees was evaluated by the Board after seeking inputs from the Committee Members.

The criteria for performance evaluation of the Board included aspects such as Board composition and structure, effectiveness of Board processes, contribution in the long-term strategic planning, etc. The criteria for performance evaluation of the Committees included aspects such as structure and composition of Committees, effectiveness of Committee Meetings, participation of individual director in deliberations among other attributes in such meetings.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017. The Board of Directors has expressed its satisfaction with the evaluation process.

Directors' Responsibility Statement

The Board of Directors acknowledge the responsibility for ensuring compliance with the provisions of Section 134 (3) (c) read with Section 134 (5) of the Companies Act, 2013 in the preparation of the annual accounts. Accordingly, Directors of your company make the following statement(s) in term of Section 134 of the Companies Act, 2013, which is to the best of their knowledge and belief and according to the information and explanations obtained by them:

- a) In the preparation of the annual accounts for the year ended **March 31, 2023**, the applicable accounting standards have been followed and there are no material departures.
- b) The directors had selected such accounting policies and applied them 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 your company at the end of the financial year on **March 31, 2023**, and of the profit of the company for the period ended on that date.
- c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) The directors had prepared the annual accounts for the year ended on **March 31, 2023**, on a going concern basis.
- e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively; and
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Internal financial control systems and their adequacy

Based on the framework of internal financial controls and compliance systems, established, and maintained by the company, work performed by the internal, statutory, and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee; the board is of the opinion that company's internal financial controls were adequate and effective during the financial year under review. The directors review the financial control systems from time to time and adequate steps are taken to strengthen such systems. The details in respect of internal financial control and their adequacy are also included in the Management Discussion and Analysis.

Audit committee and its recommendations

Pursuant to the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 and Regulation 18 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this Annual Report. As all recommendations of the Audit Committee has been accepted by the Board, hence it is not required to disclose reasons for not accepting such recommendations.

Vigil mechanism and whistle blower policy

The company has established a vigil mechanism by adopting a Whistle Blower Policy for stakeholders including directors and employees of the Company and their representative bodies to report genuine concerns in the prescribed manner to freely communicate their concerns and grievances about illegal or unethical practices in the company, actual or suspected, fraud or violation of the Company's Code or Policies.

The vigil mechanism is overseen by the Audit Committee and provides adequate safeguards against victimization of stakeholders who use such mechanism. It provides a mechanism for stakeholders to approach the Chairman of Audit Committee or Chairman of the Company.

During the year, no person was denied access to the Chairman of the Audit Committee or to the Chairman of the Company. The Whistle Blower Policy of the Company is available at web link <http://www.cordscable.com/cordscable/Whistle%20Blower%20Policy.pdf>

Appointment of statutory auditors, audit report and reporting of frauds

The members at 30th annual general meeting of the Company approved the re-appointment of M/s Alok Misra & Co., Chartered Accountants, (FRN 018734N) as the Statutory Auditor of the company to hold the office for a second term of five years i.e., from the conclusion of 30th annual general meeting and until the conclusion of 35th annual general meeting.

The Statutory Auditors, "M/s Alok Misra & Co., Chartered Accountants" have submitted a certificate confirming their eligibility under Section 139 of the Act and meet the criteria for appointment specified in Section 141 of the Act. Further, the company has also received declaration from the Auditors that they are not disqualified for such appointment/reappointment under the said act.

The auditor's report is annexed with the financial statements for the financial year under review. The auditor's report does not contain any qualification, reservation, adverse remark, or disclaimer hence no explanation or comments of the Board are required in this regard. The observations of statutory Auditors in their

report should be read with the relevant notes to accounts and are self-explanatory and therefore do not require further comments.

The auditors of your Company have not reported any fraud during the financial year under review as there were no such instances of fraud reported by the Statutory Auditors under Section 143(12) of the Act and Rules framed there under either to the Company or to the Central Government.

Secretarial standards and secretarial audit report and secretarial compliance report

The company has complied with the applicable secretarial standards. The Directors have devised proper systems and processes for complying with the requirements of applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems were adequate and operating effectively.

Pursuant to the provisions of section 204 of the Companies Act, 2013, the secretarial audit report submitted by M/s Gupta Gulshan & Associates, Company Secretaries A copy of the secretarial audit report is annexed herewith as 'Annexure-8'.

The secretarial compliance report for the financial year under review submitted by M/s Gupta Gulshan & Associates, Company Secretaries is annexed herewith as 'Annexure-9'.

The aforesaid reports do not contain any qualification, reservation, adverse remark, or disclaimer in their report and accordingly the board is not required to comment thereon.

Cost records, appointment of cost auditors and cost audit report

Pursuant to the provisions of the section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Rules, 2014, the accounts and records are required to be maintained by the Company, in respect of various manufacturing activities and are required to be audited. Accordingly, such accounts, records are made and maintained in respect of various manufacturing activities.

The Board of your Company have appointed M/s S. Chander & Associates, Cost Accountants, as the cost auditor to conduct audit for the financial year 2023-24 and the remuneration payable to the cost auditor is required to be placed before the members in a general meeting for their ratification. Accordingly, a resolution seeking the members' ratification for the remuneration payable to the said auditors, in terms of the resolution proposed to be passed, is included in the notice convening the annual general meeting of the Company.

The cost audit report for the previous financial year 2021-22 issued by M/s S. Chander & Associates, Cost Accountants, was submitted to the Ministry of Corporate Affairs on September 09, 2022.

Corporate social responsibility

In terms of the provisions of section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of the Company has constituted a Corporate Social Responsibility ("CSR") Committee. The Company has also in place a CSR Policy and the revised CSR policy is available at the website of the Company and may be accessed at the weblink: http://cordscable.com/cordscable/CSR_Policy.pdf.

As a socially responsible and caring Company, we are committed to play a larger role in promoting welfare of animals and safeguard their rights, ensuring environmental sustainability, ecological balance, protection of flora and fauna, agroforestry and promoting education including special education etc. The Company, in every financial year, in line with the Companies Act, 2013, pledges to spend a minimum two percent of the average net profits made during the three immediately preceding financial years towards CSR initiatives.

In terms of section 135 and Schedule VII of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company have constituted a Corporate Social Responsibility Committee, for details of the committee constitution of the CSR, please refer to the corporate governance report, which forms part of this Annual Report.

The particulars regarding composition of CSR committee and other disclosures required in pursuance of the Companies (Corporate Social Responsibility Policy) Rules, 2014 are given in 'Annexure-10'.

Annual return of the Company

The annual return of the company shall be placed on the website of the company as required under sub-section (3) of section 92 of the Companies Act, 2013. Accordingly, the annual return of the Company may be accessed at web-link <https://www.cordscable.com/cordscable/cordscableindustries.php>.

Conservations of energy

The company, for energy requirements, is primarily dependent on the power supply by the electricity distribution companies and has power back up facilities to meet the requirement, and all of which may also include the electricity generated through alternate sources of energy. The Company has a policy to use energy efficient machinery, equipment, and appliances. The old machineries are replaced with new energy efficient machines from the time to time to conserve energy and same results in savings on that count. The particulars relating to conservation of energy, as required to be disclosed under section 134 (3) (m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided as 'Annexure-11'.

Technology absorption

The activities of the company do not directly involve any technology except those required for routine business and official purposes. Therefore, the details regarding efforts made toward technology absorption and the benefits derived therefrom are not applicable. Further, the Company has not imported any technology during the last three years from the beginning of the financial year under review. The particulars relating to technology absorptions required to be disclosed under section 134 (3) (m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided as 'Annexure-12'.

Foreign exchange earnings and outgo

During the year under review, company's products were exported to other countries and earned foreign exchange. The company has also participated in exhibitions, seminars, and conferences in foreign countries for promotion of its products. Efforts shall continue to enlarge the geographical reach on export market in order to maximize foreign exchange inflow and every effort made to minimize the foreign exchange outflow.

The company has earned an amount of ₹ 2293.99 lacs (previous year ₹ 747.99 lacs) in foreign exchange in terms of actual inflows and spent an amount of ₹ 747.14 lacs (previous year ₹ 10.23 lacs) in foreign exchange outgo in terms of actual outflows during the financial year under review.

Risk Management Policy

Risk management policy commensurate with its size and nature of business is developed and implemented by the company and discussed by the board from time to time while it reviews the business operations. Policy is primarily developed with a view to identify the risk element which may threaten the existence of the company. The policy provides a reasonable assurance in respect of providing financial and operational risk in respect of business of the company, complying with applicable statutes and safeguarding of assets of the company.

In the opinion of the Board, any element which may threaten the existence of your company does not exist as on date of report and do not consider that such element may arise in future. The Audit Committee may also have an additional oversight in the areas of financial controls.

Detail of orders passed by the regulators, Courts, or Tribunals

During the period under review, no material order has been passed by any regulator or court or tribunal which would impact the going concern status and the company's future operations excepting to the extent as may be mentioned in the notes to accounts attached to the financial statements forming part of the annual report.

Detail of application under Insolvency and Bankruptcy Code, 2016

During the period under review, no application was filed against the company under Insolvency and Bankruptcy Code, 2016 for default in payment of debt. As no application was filed or pending during the financial year under review, therefore, status of such application and other disclosures in this regard are not applicable to your company.

Particular about valuation in case of one-time settlement

During the financial year under review, the company has not entered into one-time settlement with banks or financial institution in respect of loans availed by the company. Therefore, the reasons and other disclosures regarding difference between the amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the bank or financial institution is not applicable.

Disclosure for prevention of sexual harassment of women at workplace

Your company is committed to establishing a secure and harassment-free work environment, prioritizing the well-being of both women and all employees. The aim is to foster an atmosphere that is void of discrimination and harassment, including any form of sexual harassment. Your company maintains a zero-tolerance policy towards workplace sexual harassment and have implemented an Anti-Sexual Harassment Policy in accordance with The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee is in place to redress complaints if and when received regarding sexual harassment as per applicable provisions. During the financial year under review, Internal Complaints Committee has not received any complaint pertaining to sexual harassment and no complaint is pending for disposal before the Committee.

Human resources

The Company takes pride in its dedication, competence, and commitment to various aspects of Human Resource Management, including recruitment, promotion, compensation, and training. The Company maintains an equitable, just, and unbiased approach in hiring, promoting, and nurturing employees. The Directors also extend their appreciation for the unwavering dedication and efficient services provided by all employees of the company. Without their wholehearted efforts, the overall satisfactory performance of the company would not have been achievable.

ISO certificates and other recognitions

Your company is awarded the globally recognized prestigious ISO 9001: 2015, ISO 14001:2015, ISO 45001:2018. Apart from that company is also awarded BIS 7098 and BIS 1554 for both Kaharani and Chopanki Plant and BIS 694 for Kaharani Plant, for meeting international standards of Quality, Environmental, Occupational Health and Safety Management Systems.

Green initiative in the corporate governance

In view of the Green Initiative in Corporate Governance introduced by the Ministry of Corporate Affairs vide its circular no. 17/2011 dated 21.04.2011, your company started a sustainability initiative with the aim of going green and minimizing its impact on the environment. Your Company sincerely appreciates shareholders who have contributed towards furtherance of Green Initiative. We further appeal to other shareholders to contribute towards furtherance of Green Initiative by opting for electronic communication. Electronic copies of the Annual Report for the financial year 2022-23 along with the notice of 32nd Annual General Meeting will be sent to all members whose email addresses are registered with the company/ Depository participants. For members who have not registered their email addresses, the physical copies shall be dispatched in the permitted mode. Members requiring physical copies can send a request to Company Secretary. The Company is providing e-voting facility to all members to enable them to cast their votes electronically on all resolutions set forth in the notice. This is pursuant to section 108 of Companies Act, 2013 and

Companies (Management and Administration) Rules, 2014. The instructions for e-voting are provided in the Notice. The Company is also periodically uploading Annual Reports, Financial Results and Shareholding Pattern etc. on its website viz. www.cordscable.com within the prescribed time limit.

Appreciation

The Board of your company acknowledges the dedication, loyalty, hard work, solidarity, and commitment demonstrated by employees, professionals, and other individuals associated with the Company across all levels. The Board also extends its appreciation for the unwavering cooperation and support received from suppliers, vendors, bankers, financial institutions, government authorities, business partners, shareholders, customers, and all other stakeholders throughout the period. Their contributions have indeed been pivotal in achieving the overall satisfactory performance of the company.

**By Order of Board
For Cords Cable Industries Limited**

**Naveen Sawhney
Managing Director
DIN : 00893704**

**Sanjeev Kumar
Whole Time Director
DIN : 07178759**

Place: New Delhi
Date: July 28, 2023

Annexure 1 to the Directors' Report
Particulars of Investment

Particulars	No. of shares / units as at		Quoted / Unquoted	Amount (Rs. In Lacs) as at	
	31.03.2023	31.03.2022		31.03.2023	31.03.2022
Non-Current Investments					
Mutual Funds	8033.91	8033.91	Quoted	17.42	17.82
Units of Life Insurance Policy	92964.51	111707.25	Quoted	20.47	26.93
Gold Coin	-	100 gram	Unquoted	0	5.14
Total amount of investments				37.89	49.89

Other Particulars	As at 31.03.2023	As at 31.03.2022
Aggregate amounts of quoted investments	37.89	44.75
Market value of quoted investments	37.89	44.75
Aggregate amounts of unquoted investments	0	5.14
Market value of Unquoted investments	0	5.14

Note: The detail in respect of investment is as at 31.03.2023.

**By Order of Board
For Cords Cable Industries Limited**

**Naveen Sawhney
Managing Director
DIN: 00893704**

**Sanjeev Kumar
Whole Time Director
DIN: 07178759**

Place: New Delhi
Date: July 28, 2023

Annexure 2 to the Directors' Report

Particulars of Director and Key Managerial Personnel and changes

S. No.	Particulars	Designation	Remarks
1	Mr. Naveen Sawhney (DIN:00893704)	Managing Director	The tenure of Mr. Naveen Sawhney, Managing Director of the Company had expired on June 30, 2022, therefore, paying due regard to his vast experience and hard work, the members, upon the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, in its meeting held on September 22, 2022 approved the re-appointment of Mr. Naveen Sawhney as Managing Director of the company for the period of three years w.e.f. July 01, 2022 and he shall be liable to retire by rotation. In terms of the applicable provisions of the Act and the Articles of Association of the Company, Mr. Naveen Sawhney, Managing Director of the company shall retire by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment. On the recommendation of Board, the proposal regarding his re- appointment as Director, is placed for your approval. Brief resume and other details of Mr. Naveen Sawhney, who is proposed to be re-appointed as a director of your company, have been furnished in the Explanatory Statement to the Notice of the ensuing Annual General Meeting. The Company has received Form DIR- 8 from all Directors pursuant to Section 164(2) and Rule 14 (1) of Companies (Appointment and Qualification of Directors) Rules, 2014.
2	Mr. Sanjeev Kumar (DIN:07178759)	Whole Time Director	Mr. Sanjeev Kumar was appointed as Whole-Time Director of the Company for a period of Three Years w.e.f. May 30, 2020 up till May 29, 2023. As the tenure of Mr. Sanjeev Kumar had expired on May 29, 2023, the Board of Directors, upon the recommendation of Nomination and Remuneration Committee, and subject to the approval of members of the Company, in its meeting held on May 20, 2023 approved the re-appointment of Mr. Sanjeev Kumar as Whole-time Director of the company to hold the office up to the date of annual general meeting of the Company to be held in calendar year 2023 starting from May 30, 2023 and he shall be liable to retire by rotation. His tenure as a Whole-time director was thus set to expire on September 22, 2023 and vide his letter dated July 21, 2023, Mr. Sanjeev Kumar stepped-down from the position of director in the Board effective from close of business hours on July 28, 2023. However, he will continue to be employed with the company as cost controller despite stepping down from the directorship.
3	Mr. Parveen Kumar (DIN:08952635)	Independent Director	Mr. Parveen Kumar was re-appointed by the members of the company in their meeting held on September 23, 2022 as an Independent Director, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from September 23, 2022 upto September 22, 2027.

S. No.	Particulars	Designation	Remarks
4	Mr. Prem Kumar Vohra (DIN: 00186923)	Independent Director	Mr. Prem Kumar Vohra was re-appointed by Board as an Independent Director w.e.f. March 30, 2021, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from March 30, 2021 upto March 29, 2026 and subsequently his appointment was ratified by the members in their meeting held on September 29, 2021."
5	Mr. Rahul Mohnot (DIN:00488475)	Independent Director	Mr. Rahul Mohnot was reappointed by the members of the company in their meeting held on September 23, 2022 as an Independent Director, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from September 23, 2022 upto September 22, 2027.
6	Mrs. Eila Bhatia (DIN: 09274423),	Independent Director	Mrs. Eila Bhatia was reappointed by the members of the company in their meeting held on September 23, 2022 as an Independent Director, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from September 23, 2022 upto September 22, 2027.
7	Mr. Pawan Kumar Maheswari (DIN : 10238911)	Whole Time Director	Mr. Pawan Kumar Maheswari, was appointed as an "Additional Director" (Executive), effective July 29, 2023, by the Board of Directors in their meeting held on July 28, 2023, and to hold office until the date of the annual general meeting to be held in the calendar year 2023. Furthermore, in the same meeting held on July 28, 2023, the Board of Directors, upon the recommendation of the Nomination and Remuneration Committee and subject to the approval of the company's members, approved Mr. Pawan Kumar Maheswari's appointment as Whole-Time Director of the company, liable to retire by rotation, and to hold office until the date of the annual general meeting of the company to be held in the calendar year 2024.

Key Managerial Personnel (KMP):

In term of Section 2(51) and Section 203 of the Company's Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, following persons are the Key Managerial Personnel (KMP) of the Company:

- Mr. Naveen Sawhney (Managing Director),
- Mr. Sanjeev Kumar* (Whole Time Director),
- Mr. Sandeep Kumar (Chief Financial Officer) and
- Ms. Garima Pant (Company Secretary)
- Mr. Pawan Kumar Maheswari* (Whole Time Director)

* Mr. Sanjeev Kumar, Whole-Time Director of the company, stepped down from directorship w.e.f. close of business hours on July 28, 2023, and Mr. Pawan Kumar Maheswari, was appointed as Whole Time Director of the company w.e.f. July 29, 2023.

There were no other changes in Key Managerial Personnel during the year.

**By Order of Board
For Cords Cable Industries Limited**

**Naveen Sawhney
Managing Director
DIN: 00893704**

**Sanjeev Kumar
Whole Time Director
DIN: 07178759**

Place: New Delhi
Date: July 28, 2023

Annexure 3 to the Directors' Report**STATEMENT OF THE BOARD OF DIRECTORS WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE OF INDEPENDENT DIRECTORS APPOINTED DURING THE FINANCIAL YEAR 2022-23:**

Mr. Parveen Kumar's appointment as a "Director" (Non-Executive & Independent Director) of the Company was approved by the members at their Meeting held on September 29, 2021, to hold office up to the date of annual general meeting scheduled to be held in the calendar year 2022. Thereafter, he was re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from September 23, 2022 to September 22, 2027. Mr. Praveen Kumar possesses the requisite integrity, expertise and experience to act as an Independent Director.

Mr. Prem Kumar Vohra's appointment as a "Director" (Non-Executive & Independent Director) of the Company was approved by the members at their Meeting held on September 29, 2020, to hold office for the period of one year commencing from March 14, 2020 to March 13, 2021. Thereafter, he was re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from March 30, 2021 to March 29, 2026. Mr. Prem Kumar Vohra possesses the requisite integrity, expertise and experience to act as an Independent Director.

Mr. Rahul Mohnot's appointment as a "Director" (Non-Executive & Independent Director) of the Company was approved by the members at their Meeting held on September 29, 2021, to hold office up to the date of annual general meeting scheduled to be held in the calendar year 2022. Thereafter, he was re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from September 23, 2022 to September 22, 2027. Mr. Rahul Mohnot possesses the requisite integrity, expertise and experience to act as an Independent Director.

Mrs. Eila Bhatia's appointment as a "Director" (Non-Executive & Independent Director) of the Company was approved by the members at their Meeting held on September 29, 2021, to hold office up to the date of annual general meeting scheduled to be held in the calendar year 2022. Thereafter, she was re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from September 23, 2022 to September 22, 2027. Mrs. Eila Bhatia possesses the requisite integrity, expertise and experience to act as an Independent Director.

All the Independent Directors of your Company have successfully registered their name for inclusion in the 'Independent Directors Data Bank' maintained by the Indian Institute of Corporate Affairs, Manesar.

**By Order of Board
For Cords Cable Industries Limited**

**Naveen Sawhney
Managing Director
DIN: 00893704**

**Sanjeev Kumar
Whole Time Director
DIN: 07178759**

Place: New Delhi
Date: July 28, 2023

Annexure 4 to the Directors' Report

Details pertaining to remuneration as required under Section 197 (12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Non-Executive Directors	Ratio to median remuneration *
Mr. Prem Kumar Vohra	-
Mr. Parveen Kumar	-
Mr. Rahul Mohnot	-
Mrs. Eila Bhatia	-

* No remuneration was paid to Non-executive directors except sitting fees.

Executive Directors	Ratio to median remuneration
Mr. Naveen Sawhney	34.94:1
Mr. Sanjeev Kumar	7.63:1

- b. **The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:**

Directors, Chief Executive Officer, Chief Financial Officer (CFO) and Company Secretary (CS)	% increase in remuneration in the financial year
Mr. Naveen Sawhney	37.31
Mr. Sanjeev Kumar	10.26
Mr. Sandeep Kumar (CFO)	8.31
Ms. Garima Pant (CS)	15.15

- c. **The percentage increase in the median remuneration of employees in the financial year: 6.51%**

- d. **The number of permanent employees on the rolls of Company: 219**

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

Average increase in remuneration of Managerial Personnel	29.14
Average increase in remuneration of employees other than the Managerial Personnel	15.60

- f. **Affirmation that the remuneration is as per the remuneration policy of the Company:**

The Company affirmed that the remuneration is as per the remuneration policy of the Company.

- g. **The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided as under:-**

Particulars of top 10 employees in terms of remuneration drawn, as on March 31, 2023:

S. No.	Name of Employee	Designation	Remuneration (₹ in lacs)	Nature of employment	Qualification	Experience (in Years)	DOJ	Age (Years)	Previous Employment & Designation
1	Mr. Naveen Sawhney	Managing Director	148.17	Permanent	AMIME (Mech. Engg.) & PGD Mktg. Mgmt.	51	01-Apr-95	71	Cords Cable Industries Ltd.
2	Mr. Hemant Kr Pandita	Vice President (Marketing)	23.38	Retainership	B.E.	43	01-Nov-13	68	Gemscab Industries Ltd.
3	Mr. Sanjeev Kumar	Whole Time Director	23.04	Permanent	ICWA	21	02-Apr-12	47	Machino Plastics Limited
4	Mr. Varun Sawhney	Vice President (Marketing, IT & HR)	21.65	Permanent	B.Tech, MBA	18	01-May-05	43	Cords Cable Industries Ltd.
5	Mr. Gaurav Sawhney	Vice President (Finance & Banking)	21.65	Permanent	B.Sc. (Business Economics), B.Com. (H), Executive PGDM (Finance)	15	04-Jan-08	40	Cords Cable Industries Ltd.
6	Mr. Sandeep Kumar	CFO, G. M. (Accounts & Taxation)	21.47	Permanent	CA	28	01-Dec-18	54	Lemon Trees Hotels Limited
7	Mr. Jugendra Singh	GM (Sales & Marketing)	19.23	Permanent	B.E.	31	25-Jun-06	57	Servel India Pvt. Ltd.
8	Mr. Pramod Singh Rawat	Works Manager	18.14	Permanent	MA Math, BE(ELE) MBA CE, AMIE, FIV	33	01-Oct-03	53	AKSH India Ltd
9	Mr. Harish Kumar	DGM (Planning & Execution)	17.38	Permanent	B.Com, MA	30	01-Nov-06	54	Delton Cables Limited
10	Mr. Ajay Dixit	GM (Sales & Marketing)	17.12	Permanent	BA	28	01-May-95	51	Cords Cable Industries Ltd.

Note :

1. Remuneration includes Basic Salary, Allowances, Taxable value of perquisites calculated in accordance with the Income Tax, 1961 and Rules made thereunder.
2. None of the employees, except Mr. Naveen Sawhney own more than 2% of the outstanding shares of the Company as on March 31, 2023.
3. None of the employee is a relative of any director or manager of the company except Mr. Varun Sawhney & Mr. Gaurav Sawhney, who are the son(s) of Mr. Naveen Sawhney, Managing Director of the Company.

ANNEXURE TO THE DIRECTORS' REPORT- PARTICULARS OF EMPLOYEES AS ON MARCH 31, 2022

A Employed throughout the financial year under review and were in receipt of remuneration for the year which, in the aggregate was not less than ₹ 1,02,00,000/- per annum:-

S. No	Name / Designation/ Nature of Duties	Age (Years)	Qualification/ Experience (in years)	Remuneration (₹ in lacs)	Date of Joining	Previous employment & designation	Shareholding in the Company in Number & Percentage
1	Mr. Naveen Sawhney (Managing Director) Responsible for the overall management of business and affairs of the Company. This includes broad Development of Domestic & International business. He is heading Marketing, Strategic Planning and Sourcing Division.	71	AMIME – (Mech. Engg.) & PGD Mktg. Mgmt. / 51 years	148.17	01.04.1995	Cords Cable Industries Limited	6094931 Equity Shares (47.15%)

B Employed for the part of the financial year and was in receipt of remuneration which in the aggregate was not less than ₹ 8,50,000/- per month :-

S. No	Name / Designation/ Nature of Duties	Age (Years)	Qualification/ Experience (in years)	Remuneration	Date of Joining	Previous employment & designation	Shareholding in the Company in Number & Percentage
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

**By Order of Board
For Cords Cable Industries Limited**

**Naveen Sawhney
Managing Director
DIN: 00893704**

**Sanjeev Kumar
Whole Time Director
DIN: 07178759**

Place : New Delhi
Date : July 28, 2023

Annexure 5 to the Directors' Report

CORPORATE GOVERNANCE REPORT

In accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”), the Directors of Cords Cable Industries Limited (“the Company” / “CORDS”) have pleasure in presenting the Company’s Report on Corporate Governance for the Financial Year ended March 31, 2023.

1. COMPANY’S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The fundamental principle of Corporate Governance is achieving sustained growth ethically and in the best interest of all stakeholders. It is not a mere compliance of laws, rules and regulations but a commitment to values, best management practices and adherence to the highest ethical principles in all its dealings to achieve the objects of the Company, enhance stakeholder value and discharge its social responsibility. At CORDS, good corporate governance is a way of life and the way we do our business, encompassing every day’s activities and is enshrined as a part of our way of working.

The Company’s Corporate Governance philosophy has been further strengthened through the Company’s Codes of Conduct and Code of Fair Disclosures. The “CORDS” Code of Conduct articulates the values, ethics and business principles and serves as a guide to the company, its directors and employees. It also supplemented with an appropriate mechanism to report any concerns pertaining to non-adherence to the said Codes. Thus, the Company’s overall Corporate Governance practices reflects its value system encompassing its culture, policies, and relationships with our stakeholders and allow the Board to make decisions that are independent of the management

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time, including relaxations granted by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time on account of the COVID-19 pandemic, with regard to corporate governance.

2. BOARD OF DIRECTORS

a. Composition and category of Board of Directors

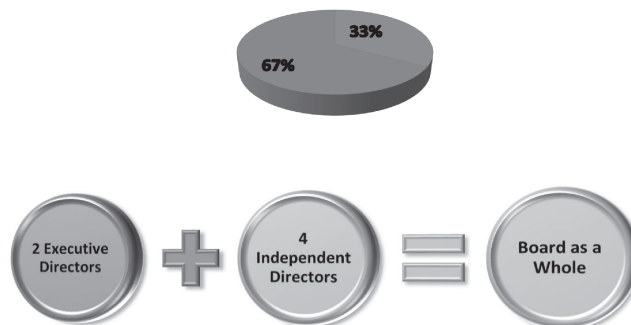
The Board of Directors of the Company is the highest governance authority within the management structure of the Company. Further, the Board of Directors of the Company is totally committed to the best practices for effective Corporate Governance.

The Board of Directors, along with its Committees, provides leadership and guidance to the management and directs, supervises the performance of the Company, thereby enhancing stakeholders’ value. The Board has a fiduciary duty in ensuring that the rights of all stakeholders are protected. The Board composition is in conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Act and the maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013 and listing regulations.

As on March 31, 2023, the Company has 6 (six) Directors. Out of 6, 4 (four) (i.e. 67%) are Non-Executive Independent; and 2 (two) (i.e. 33%) are Executive. The Board is headed by Mr. Naveen Sawhney, an Executive Director.

Board Composition

■ Executive Director ■ Independent Director



None of the Directors is related to each other and there are no inter se relationships between the Directors, in terms of the definition of 'relative' given under the Companies Act, 2013.

None of the Directors on the Board is a Member of more than 10 Committees and Chairperson of more than 5 Committees (Committees being Audit Committee and Stakeholders Relationship Committee as per Regulation 26(1) of the SEBI Listing Regulations), across all public companies in which he/she is a Director. The necessary disclosures regarding committee positions have been made by all the Directors.

None of the Directors hold office in more than 10 public limited companies as prescribed under Section 165(1) of the Act. No Director holds Directorships in more than 7 listed companies. Further, none of the Non-Executive Directors serve as Independent Director in more than 7 listed companies as required under the SEBI Listing Regulations. The Managing Director does not serve as an Independent Director in any listed company. All the Directors have made necessary disclosures regarding Committee positions held by them in other companies.

During the Financial Year 2022-23, 4 (Four) Board Meetings were held, i.e., on May 26, 2022, August 10, 2022, October 20, 2022 and January 21, 2023. The necessary quorum was present for all the Board Meetings and the gap between two meetings did not exceed 120 days.

The attendance of the Directors at the Board Meetings and the Annual General Meeting of the Company is given as below:

S. No.	Name of the Director	Category	Number of board meetings during the year 2022-23		No. of shares held in the company	Whether attended Last AGM held on 23.09.2022
			Held	Attended		
1	Mr. Naveen Sawhney DIN 00893704	Non-Independent, Executive Director	4	4	No(s) 6094931 Equity Shares	Yes
2	Mr. Sanjeev Kumar DIN 07178759	Non -Independent, Executive Director	4	4	—	Yes
3	Mr. Prem Kumar Vohra DIN 00186923	Independent Director, Non-Executive	4	4	—	Yes
4	Mr. Parveen Kumar DIN 08952635	Independent Director, Non-Executive	4	4	—	Yes
5	Mr. Rahul Mohnot DIN 00488475	Independent Director, Non-Executive	4	4	—	Yes
6	Mrs. Eila Bhatia DIN 09274423	Independent Director, Non-Executive	4	4	—	Yes

b. Category and Committee positions of Directors

The categories of Directors as also the number of Directorships/ Chairpersonships and Committee positions held by them in other public limited companies and the names of the listed entities where they hold directorship and the category of such directorship as on March 31, 2023 are given below:

S. No.	Name of the Director	Date of Appointment	Category of Director	Number of Directorship in other Public Companies		Number of Committee positions held in other Public Companies		List of Directorship held in other listed Companies and Category of Directorship
				Chairman	Member	Chairman	Member	
1	Mr. Naveen Sawhney DIN 00893704	April 01, 1995	Non -Independent Executive Director	0	0	0	0	-
2	Mr. Sanjeev Kumar DIN 07178759	May 30, 2015	Non -Independent Executive Director	0	0	0	0	-
3	Mr. Prem Kumar Vohra DIN 00186923	March 14, 2020	Independent Director	0	0	0	0	-

S. No.	Name of the Director	Date of Appointment	Category of Director	Number of Directorship in other Public Companies		Number of Committee positions held in other Public Companies		List of Directorship held in other listed Companies and Category of Directorship
				Chairman	Member	Chairman	Member	
4	Mr. Parveen Kumar DIN 08952635	January 10, 2021	Independent Director	0	0	0	0	-
5	Mr. Rahul Mohnot DIN 00488475	June 30, 2021	Independent Director	0	0	0	0	-
6	Mrs. Eila Bhatia DIN 09274423	September 01, 2021	Independent Director	0	0	0	0	-

- *The Directorships held by the Directors, as mentioned above excludes alternate directorships, directorships in foreign companies, Companies under Section 8 of the Companies Act, 2013 and Private Limited Companies, which are not the subsidiaries of Public Limited Companies.*
- *Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies other than Cords Cable Industries Limited. Members of the Board of the Company do not have membership of more than ten Board-level Committees or Chairman of more than five such Committees.*
- *None of the other Directors are related inter-se.*
- *Details of Director(s) retiring or being re-appointed are given in notice to Annual General Meeting.*

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2023 have been made by the Directors.

Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the IDs, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management. Further, declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended by MCA Notification dated 22nd October 2019, regarding the requirement relating to enrolment in the Data Bank created by MCA for IDs, has been received from all the IDs.

c. Skills/expertise/competencies of the Board of Directors

The Company has an active, diverse, experienced and a well-informed Board. The Company currently has a right mix of Directors on the Board who possess the requisite qualifications and experience in general corporate management, finance and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company.

Name of the Director	Expertise in specific functional area
Mr. Naveen Sawhney	Industrialist, Cable industry domain business strategy, Corporate management, planning and finance, Marketing.
Mr. Sanjeev Kumar	ICWA, Cost cutting/controller, commercial affairs cable industry domain.
Mr. Prem Kumar Vohra	Entrepreneur, Corporate Social Activities, Organisational & Business Management.
Mr. Parveen Kumar	Entrepreneur, Organisational & Business Management.
Mr. Rahul Mohnot	Member of ICAI, member of ICSI, Entrepreneur, Corporate Social Activities.
Mrs. Eila Bhatia	Specialization in Marketing, Retail Sales & Vendor Management.

d. Selection and appointment of new directors

The Board is responsible for the appointment of new directors. The Board has delegated the screening and selection process for new directors to the NRC. Considering the existing composition of the Board and requirement of new domain expertise, if any, the NRC reviews potential candidates. The assessment of members to the Board is based on a combination of criteria that include ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential Independent Director is also assessed on the basis of independence criteria defined in Section 149(6) of the Act read with rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, if the Board approves, the person is appointed as an Additional Director whose appointment is subject to the approval of the Members at the Company's general meeting.

e. Board Training and Induction

At the time of appointing a Director, a formal Letter of Appointment is given to him / her, which inter alia explains the role, function, duties and responsibilities of a Director of the Company. The Director is also explained in detail the compliances required from him / her under the Companies Act, 2013 and the Listing Regulations and other relevant Regulations and his / her affirmation is taken with respect to the same. The terms and conditions of appointment of IDs are available on the Company's website at <http://www.cordscable.com/cordscable/corporate.php>

f. Board Procedures:

The Board, inter alia, focuses on Strategic Planning, Financial Control, Risk Management, Compliance and Corporate Governance to maintain high standards of ethical conduct and integrity and succession planning for the Directors.

The Board of Directors meets at regular intervals to discuss and decide on business strategies / policies and reviews the financial and operational performance of the Company. In case of business exigencies, the Board's approval is taken through Resolutions by way of Circulation. The Resolutions by Circulation are noted at the subsequent Board Meetings.

The Agenda for the Meetings of the Board and its Committees are circulated in advance as per the provisions of the Companies Act, 2013 and the Rules framed thereunder and Secretarial Standard – 1 ("SS-1") i.e. Secretarial Standard on Meetings of Board issued by the Institute of Company Secretaries of India (ICSI) which prescribes a set of principles for convening and conducting Meetings of the Board of Directors and matters related thereto and also to ensure sufficient time is provided to Directors to prepare for the Meetings. All material information's are being circulated along with Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the Agenda, the same is tabled before the meeting with specific reference to this effect in the Agenda. In special and exceptional circumstances, additional or supplementary item(s) on the Agenda are permitted. The Chairman of the Board/ the Managing Director and the Company Secretary discuss the items to be included in the Agenda and the meetings of the Board are held usually in the Registered Office of the Company.

The Board meets at least once in a quarter to, inter alia, review, approve and take note of quarterly Standalone Financial Results of the Company, various Compliance Report(s) under the applicable laws, Minutes of the Meeting(s) of the Board and its Committees,

Significant Transactions entered into with Related Parties and reviews periodically compliance reports of all laws applicable to the Company as required under Regulation 17(3) of the SEBI Listing Regulations and if necessary, additional meetings are held. The Company also provides Video Conferencing (VC) facility to its Directors to enable their participation so that they can contribute in the discussions at the Meetings.

The Board has unrestricted access to all the company-related information including and not limited to information mentioned under Regulation 17 read with Schedule II (Part A) of the Listing Regulations. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the Meetings.

The Company Secretary attends all the Meetings of the Board and its Committees and is, inter alia, responsible for recording the Minutes of such Meetings. The draft Minutes of the Meeting of the Board and its Committees are sent to the Members for their comments in accordance with the Secretarial Standards and then, the Minutes are entered in the Minutes Book within 30 (Thirty) days of the conclusion of the Meetings, subsequent to incorporation of the comments, if any, received from the Directors. The Company adheres to the provisions of the Companies Act, 2013 read with the Rules framed thereunder, Secretarial Standards and the Listing Regulations with respect to convening and holding the Meetings of the Board of Directors and its Committees.

g. Roles, Responsibilities and Duties of the Board

The duties of Board of Directors have been enumerated in Listing Regulations, Section 166 of the Companies Act, 2013 and Schedule IV of the said Act (Schedule IV is specifically for Independent Directors). There is a clear demarcation of responsibility and authority amongst the Board of Directors.

The Chairman cum Managing Director: His primary role is to provide leadership to the Board in achieving goals of the Company. He is responsible, inter-alia, for the working of the Board and for ensuring that all relevant issues are placed before the Board and that all Directors are encouraged to provide their expert guidance on the relevant issues raised in the meetings of the Board. He is also responsible for formulating the corporate strategy along with other members of the Board of Directors. His role, inter alia, includes:

- Provide leadership to the Board & preside over all Board & General Meetings.
- Achieve goals in accordance with Company's overall vision.
- Ensure that Board decisions are aligned with Company's strategic policy.
- Ensure to place all relevant matters before the Board and encourage healthy participation by all Directors to enable them to provide their expert guidance.
- Monitor the core management team.

Independent Directors: play a critical role in balancing the functioning of the Board by providing independent judgments' on various issues raised in the Board meetings like formulation of business strategies, monitoring of performances, etc. Their role, inter- alia, includes:

- Impart balance to the Board by providing independent judgment.
- Provide feedback on Company's strategy and performance.
- Provide effective feedback and recommendations for further improvements.

h. Independent Director's confirmation by the Board

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations and are Independent of the management. A formal letter of appointment to Independent Directors as provided in Companies Act, 2013 has been issued and disclosed on website of the Company in the following link: <http://www.cordscable.com/cordscable/corporate.php>.

i. Post Meeting Mechanism

The important decisions taken at the Board/Board Committee Meetings are communicated to the concerned department/ division.

j. Board Support

The Company Secretary attends the Board Meetings and advises the Board on Compliances with applicable laws and governance.

k. Separate meeting of Independent Directors

In terms of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Independent Directors are required to meet at least once in a year, without the presence of Non-Independent Directors and members of the management, to deal with the matters listed out in Schedule IV to the Companies Act, 2013 and Regulation 25(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended March 31, 2023, one meeting of Independent Directors was held on January 21, 2023. In a separate meeting, Independent Directors, *inter alia reviewed:*

- The performance of non-independent directors, performance of the board as a whole;
- The performance of the Chairman of the company, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual directors was also discussed;
- The quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties;

The Independent Directors express their satisfaction to the desired level on the governance of the Board. Attendance of the Independent Directors at the meeting is as under:

Name of the Director	No. of Meeting held	No. of Meeting attended
Mr. Prem Kumar Vohra	1	1
Mr. Parveen Kumar	1	1
Mr. Rahul Mohnot	1	1
Mrs. Eila Bhatia	1	1

The Independent Directors have submitted declarations that they meet the criteria of Independence laid down under the Companies Act, 2013 and the Listing Regulations and are Independent from the Management. The Company has also issued formal appointment letters to all the Independent Directors in the manner provided under the Companies Act, 2013 read with the Rules issued thereunder. The terms and conditions for appointment of Independent Directors and letter(s) of appointment issued to the Independent Directors are hosted on the Company's website at <http://cordscable.com/cordscable/corporate.php>.

I. Change in Board Composition & Senior Management

a) Appointment of Director(s):

During the Financial Year 2022-23, Mr. Rahul Mohnot (DIN: 00488475) and Mrs. Eila Bhatia (DIN 09274423) and Mr. Parveen Kumar (DIN: 08952635) was reappointed as Independent Director to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from September 23, 2022 upto September 22, 2027.

b) Resignation / Expiration of tenure of Director(s):

During the year under review, none of the Directors ceased due to expiration of term or resignation.

c) Change in Senior Management

During the year under review, Mr. Pratyaksh Agarwal has joined the organization as General Manager-Technical. There is no other change took since the close of previous financial year.

m. Directors retiring and seeking re-appointment;

Mr. Naveen Sawhney, Managing Director of the Company, will be retiring by rotation on the forthcoming Annual General Meeting of the Company and being eligible to seek himself for the re-appointment.

The relevant information pertaining to Directors seeking appointment and re-appointment is given separately in the annexure to the Notice of the ensuing Annual General Meeting.

n. Disclosure's as per Schedule V of Companies Act, 2013.

S. No.	Particulars	Naveen Sawhney (Managing Director)	Sanjeev Kumar (Whole-Time Director)	Pawan Kumar Maheswari (Whole-Time Director)
i)	all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;	As per the resolution mentioned in the Notice of 32 nd Annual General Meeting.	As per the resolution mentioned in the Notice of 32 nd Annual General Meeting.	As per the resolution mentioned in the Notice of 32 nd Annual General Meeting.
ii)	Details of fixed component. and performance linked incentives along with the performance criteria;	Besides the Consolidated monthly remuneration of ₹ 11,11,000/-, Mr. Naveen Sawhney shall be entitled for perquisites which includes helper reimbursement upto ₹ 30,000/-p.m., Voice, Data, Internet, Car and Driver, Insurance / Medclaim, Leave Travel Concession and statutory benefits as	Besides the Consolidated monthly remuneration of ₹ 2,05,400/-, Mr. Sanjeev Kumar shall be entitled for perquisites Which includes helper reimbursement of ₹ 14000/- p.m., Telephone, and statutory benefits as per company policy which includes PF amounting ₹ 1800/- p.m., Gratuity,	Besides the Consolidated monthly remuneration of ₹ 1,37,700/-, Mr. Pawan Kumar Maheswari shall be entitled for Perquisites which includes helper reimbursement of ₹ 14000/- p.m., Telephone, and statutory benefits as per company policy which includes PF of ₹ 1800/- p.m., Gratuity, Leave

S. No.	Particulars	Naveen Sawhney (Managing Director)	Sanjeev Kumar (Whole-Time Director)	Pawan Kumar Maheswari (Whole-Time Director)
		per company policy which includes Gratuity, Leave Encashment as proposed in the resolution forming part of the Notice of AGM. Apart from above Mr. Naveen Sawhney is getting commission subject to the approval Board or committee thereof as proposed in the resolution forming part of the Notice of AGM.	Leave Encashment, as proposed in the resolution forming part of the Notice of AGM.	Encashment, as proposed in the resolution forming part of the Notice of AGM.
iii)	Service contracts, notice period, severance fees; and	Mr. Naveen Sawhney is appointed as Managing Director for the period of 3 years i.e. 01.07.2022 to 30.06.2025. No severance fees payable as per terms of appointment.	Mr. Sanjeev has already resigned from the post of Director w.e.f. July 28, 2023. No severance fees payable as per terms of appointment.	Mr. Pawan Kumar Maheswari is appointed as Whole- Time Director to hold the office up to the date of annual general meeting of the Company to be held in calendar year 2024 starting from July 29, 2023. No severance fees payable as per terms of appointment.
iv)	Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.	Nil	Nil	Nil

o. Number of shares & convertible instrument held by directors

The Company has not issued any convertible instrument. Details of equity shares of the Company held by the Directors as on March 31, 2023 are given below:

Name	Category	Number of Equity Shares	Number of Preference Shares
Mr. Naveen Sawhney	Non –Independent, Executive Director	60,94,931 Shares of Rs. 10 each	0
Mr. Sanjeev Kumar	Non -Independent, Executive Director	0	0
Mr. Prem Kumar Vohra	Independent Director, Non-Executive	0	0
Mr. Parveen Kumar	Independent Director, Non-Executive	0	0
Mr. Rahul Mohnot	Independent Director, Non-Executive	0	0
Mrs. Eila Bhatia	Independent Director, Non-Executive	0	0

p. Familiarization Programme for Independent Directors

The Directors are provided with the requisite documents and reports to enable them to familiarize with the Company's performance and practices. Periodic presentations are made at the Meetings of the Board and Committees thereof, on the business and performance of the Company. Quarterly updates on relevant statutory changes covering important applicable laws are discussed at the Meetings of the Board.

The details of familiarization programme conducted for Independent Directors have been disclosed on the Company's website <http://www.cordscable.com/cordscable/media/policies/Reg%2046%20familiarisation%20programme%2022-23.pdf>

3. COMMITTEES OF THE BOARD OF DIRECTORS – COMPOSITION AND TERMS OF REFERENCE:

The Committees constituted by the Board focus on specific areas and take informed decisions within the framework designed by the Board and make specific recommendations to the Board on matters in their areas or purview. All decisions and recommendations of the Committees are placed before the Board for information or for approval, if required. To enable better and more focused attention on the affairs of the Company, the Board has delegated particular matters to the Committees of the Board set up for the purpose.

During the period under review, there are 6 (six) Committees of the Board, viz., Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR Committee, Committee of Directors and Share Transfer Committee. The Minutes of the meetings of all committees are placed before the Board for review. The Board Committees can request special invitees to join the meeting, as appropriate.

I. AUDIT COMMITTEE

The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Act.

The audit committee shall have minimum three directors as members and at least two-thirds of the members of audit committee shall be independent directors.

Further, the Quorum for a Meeting of the Audit Committee shall either be 2 (two) Members or 1/3rd (One-Third) of the total strength of the Committee, whichever is greater, with at least 2 (two) Independent Directors in attendance and the Audit Committee shall meet at least 4 (Four) times in a year and not more than 120 (One Hundred and Twenty) days shall elapse between two Meetings.

During the year ended March 31, 2023, four meetings of the Audit Committee were held on following dates: May 26, 2022, August 10, 2022, October 20, 2022 and January 21, 2023. The necessary quorum was present for all the meetings.

Composition & Attendance:

As on March 31, 2023, the Audit Committee comprised of 4 Directors. The composition of the Audit Committee and the details of meetings attended by its members are given below:

Name	Position in the Committee	No. of Meetings held	No. of Meetings attended	Remarks
Mr. Rahul Mohnot DIN 00488475	Member, Independent, Non- Executive	04	04	<i>Members of Audit Committee elect its Chairman among Independent Directors.</i>
Mr. Prem Kumar Vohra DIN 00186923	Member, Independent, Non- Executive	04	04	
Mr. Parveen Kumar DIN 08952635	Member, Independent, Non- Executive	04	04	
Mr. Naveen Sawhney DIN 00893704	Member, Managing Director, Executive	04	04	

All the members of the Audit Committee are qualified and having insight to interpret and understand financial statements.

Ms. Garima Pant, Company Secretary of the company acts as the Secretary of the Audit Committee. In addition to the above, the committee meetings were also attended by the Statutory Auditors and other personnel's of the company (particularly the head of the finance function).

All the recommendation of the Audit Committee has been accepted by the Board of Directors.

All Members of the Audit Committee (Chairman elected among Independent Directors) were present at the AGM of the Company held on September 23, 2022.

The audit committee has been assigned the following powers:

- a. To investigate any activity within its terms of reference.
- b. To seek information from any employee.

- c. To obtain outside legal or other professional advice.
- d. To secure attendance of outsiders with relevant expertise, if it considers necessary.

The terms of reference of the audit committee are broadly as under:

- (1) Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- (3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - (b) changes, if any, in accounting policies and practices and reasons for the same;
 - (c) major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) significant adjustments made in the financial statements arising out of audit findings;
 - (e) compliance with listing and other legal requirements relating to financial statements;
 - (f) disclosure of any related party transactions;
 - (g) modified opinion(s) in the draft audit report;
- (5) reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;
- (7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (8) approval or any subsequent modification of transactions of the Company with related parties;
- (9) scrutiny of inter-corporate loans and investments;
- (10) valuation of undertakings or assets of the listed entity, wherever it is necessary;
- (11) evaluation of internal financial controls and risk management systems;
- (12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (14) discussion with internal auditors of any significant findings and follow up there on;
- (15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- (16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) to review the functioning of the whistle blower mechanism;
- (19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- (20) carrying out any other function as is mentioned in the terms of reference of the audit committee;

(21) reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;

(22) consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

REVIEW OF INFORMATION BY AUDIT COMMITTEE

The Audit Committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
- Statement of deviations:
 - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (b) annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

II. NOMINATION AND REMUNERATION COMMITTEE (“NRC”)

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Act. The NRC is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria. Further, the Committee is also responsible for formulating policies as to remuneration, performance evaluation, Board diversity, etc. in line with the Act and the SEBI Listing Regulations.

The committee shall comprise of at least three directors. All directors of the committee shall be non-executive and at least two-thirds of the directors shall be independent directors. The Chairperson of the NRC shall be an independent director.

Further, the Quorum for the Meeting of the Nomination and Remuneration Committee shall either be 2 (two) Members or 1/3rd (one-third) of the total strength of the Committee, whichever is higher (including at least one Independent Director in attendance) and the Nomination and Remuneration Committee shall meet at least once in a year.

During the financial year ended March 31, 2023, Three Nomination and Remuneration Committee meeting were held on May 26, 2022, August 10, 2022 and January 21, 2023. The necessary quorum was present for all the meetings.

Composition & Attendance:

As on March 31, 2023, the Nomination and Remuneration comprised of 3 Directors. The composition of the Nomination and Remuneration Committee and the details of meetings attended by its members are given below:

Name	Position in the Committee	No. of Meetings held	No. of Meetings attended	Remarks
Mr. Prem Kumar Vohra DIN 00186923	Member, Independent, Non- Executive	03	03	Members of Nomination & Remuneration Committee elect its Chairman among themselves.
Mr. Parveen Kumar DIN 08952635	Member, Independent, Non- Executive	03	03	
Mr. Rahul Mohnot DIN 00488475	Member, Independent, Non- Executive	03	03	

All the Members of the NRC Committee are Non-Executive and Independent Directors. The Chairperson of the Nomination and Remuneration Committee is an Independent Director.

Ms. Garima Pant, Company Secretary & Compliance Officer, is the Secretary to the Nomination and Remuneration Committee.

All Members of the Nomination and Remuneration Committee (Chairman shall be elected among Independent Directors) were present at the AGM of the Company held on September 23, 2022.

The terms of reference of Nomination and Remuneration Committee are broadly as under:

- (1) To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal;
- (2) To carry out evaluation of every Director's performance;
- (3) To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees;
- (4) For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a. use the services of an external agencies, if required;
 - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - c. consider the time commitments of the candidates
- (5) To formulate the criteria for evaluation of performance of Independent Directors and the Board;
- (6) To devise a policy on Board diversity;
- (7) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;
- (8) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- (9) Recommend to the board, all remuneration, in whatever form, payable to senior management;
- (10) To perform such other functions as may be necessary or appropriate for the performance of its duties;
- (11) Matters under Companies Act required being review by Nomination and Remuneration committee;

The Company has a Nomination and Remuneration Policy in place, which is disclosed on its website at the following link: http://www.cordscable.com/cordscable/Nomination_Remuneration_Policy.pdf. The decisions of Nomination and Remuneration Committee are placed for information in the subsequent Board Meeting.

Board and Director evaluation and criteria for evaluation

Pursuant to the provisions of the Act read with the rules made thereunder, SEBI (LODR) Regulations and Guidance Note on Board Evaluation issued by SEBI vide its Circular dated 5th January, 2017 the Board of Directors ("Board") has carried out an annual evaluation of its own performance and that of its Committees and individual Directors.

The performance of the Board and individual Directors was evaluated by the Board seeking inputs from all the Directors. The performance of the Committees was evaluated by the Board seeking inputs from the Committee Members. A separate Meeting of Independent Directors was also held to review the performance of Non-Independent Directors; performance of the Board as a whole and performance of the Chairperson of the Company, taking into account the views of Non-Executive Directors. This was followed by a Board Meeting that discussed the performance of the Board, its Committees and of individual Directors.

The criteria for performance evaluation of the Board included aspects like Board composition and structure; effectiveness of Board processes, information and functioning etc. The criteria for performance evaluation of Committees of the Board included aspects like composition of committees, effectiveness of committee meetings, etc. The criteria for performance evaluation of the individual Directors includes aspects on contribution to the Board and Committee Meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

Provided that in the above evaluation, the Directors who are subject to evaluation shall not participate.

The performance evaluation of the Chairman and Managing Director and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

III. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders’ Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178 of the Act.

The Stakeholders’ Relationship Committee shall comprise of at least 3 (three) Directors, at least one being Independent Director. The Chairperson of the Stakeholders’ Relationship Committee shall be a Non-Executive Director and shall be present at Annual General Meeting. The Stakeholders’ Relationship Committee shall meet at least once in a year.

During the financial year ended March 31, 2023, four Stakeholder Relationship Committee meetings were held on May 26, 2022, August 10, 2022, October 20, 2022 and January 21, 2023.

Composition & Attendance:

The Stakeholders Relationship Committee comprises of four members with three Non-Executive Independent Directors. The composition of the stakeholders’ relationship committee and the details of meetings attended by its members are given below:

Name	Position in the Committee	No. of Meetings held	No. of Meetings attended	Remarks
Mr. Naveen Sawhney (DIN 00893704)	Member, Managing Director, Executive	4	4	Members of Stakeholders Relationship Committee elect its Chairman among Independent Directors
Mr. Parveen Kumar (DIN 08952635)	Member, Independent, Non- Executive	4	4	
Mr. Prem Kumar Vohra DIN 00186923	Member, Independent, Non- Executive	4	4	
Mr. Rahul Mohnot (DIN 00488475)	Member, Independent, Non- Executive	4	4	

The necessary quorum was present for all the meetings.

The terms of reference of Stakeholders Relationship Committee, inter alia, includes the following:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.;
- (2) Review of measures taken for effective exercise of voting rights by shareholders;
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;
- (5) To perform such other functions as may be necessary or appropriate for the performance of its duties;
- (6) Matters under Companies Act required being review by Stakeholders Relationship Committee;

Compliance Officer

Ms. Garima Pant, Company Secretary is the ‘Compliance Officer’ of the Company for the requirements under the Listing Agreements with Stock Exchanges.

The Secretarial Department of the Company and the Registrar and Share Transfer Agent, Link Intime India Private Limited attend to all grievances of the shareholders received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc. The Minutes of the Stakeholders Relationship Committee Meetings are circulated to the Board and noted by the Board of Directors. Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors. Shareholders are requested to furnish their updated telephone numbers and e-mail addresses to facilitate prompt action.

Status of investor complaints / requests as on March 31, 2023

Period: April 01, 2022 – March 31, 2023	No. of Complaints
Pending at the beginning of financial year 2022-23	Nil
Total complaints received during the year	11
Total complaints resolved during the year	11
No. of complaints not solved to the satisfaction of shareholders	Nil
Total complaints pending as on March 31, 2023	Nil

During the Financial Year ended March 31, 2023, no shares in physical form were processed for transfer. There were no pending shares for transfer as on March 31, 2023.

IV OTHER COMMITTEES

The Company is having following other Committees formed to speed up the routine matters and to comply other statutory formalities:

i) Committee of Directors

During the period ended on March 31, 2023, the Committee of Directors comprises of two members viz. Mr. Naveen Sawhney (DIN 00893704), Mr. Sanjeev Kumar (DIN 07178759). Mr. Naveen Sawhney is the Chairman of the Committee. The Committee meets as and when required.

Sixteen (16) meetings of Committee of Directors were held during the year on April 06, 2022; May 19, 2022; June 02, 2022; June 20, 2022; August 02, 2022; August 16, 2022; September 12, 2022; September 30, 2022; October 14, 2022; December 12, 2022; January 04, 2023; January 18, 2023; February 24, 2023; March 09, 2023; March 15, 2023; March 25, 2023.

Terms of Reference

- Decision on ordinary business activities of the company and matters related to general management and administration.
- Operation of various bank accounts including opening and closure of bank accounts.
- Powers to borrow provided that the amount to be borrowed together with amount already borrowed by the company does not exceed the limit approved under section 180 (1) (c) of the Companies Act, 2013.
- Power to make investment not exceeding ₹ 100 crore, give loan not exceeding ₹ 25 crore, guarantee and provide security up to ₹ 100 crore.
- Arrangement for foreign exchange transactions and contracts.
- Execution of various documents on behalf of company.
- Court cases and other legal matters.
- Any other matters which the Committee at its own or as per directions of the board thinks fit in the interest of company and other stakeholders provided it is not required to transact that matter at board or general meeting.

The necessary quorum was present for all the meetings.

ii) Corporate Social Responsibility (CSR) Committee:

The Board has constituted CSR Committee of the Company in line with the provisions of Section 135 of the Companies Act, 2013 along with rules made thereunder.

During the year under review, Two CSR Committee Meetings was held on October 20, 2022; January 21, 2023.

Composition & Attendance:

The CSR Committee comprises of four members with three Non-Executive Independent Directors. The composition of the CSR Committee and the details of meetings attended by its members are given below:

Name of Director	Designation	No. of CSR Meetings during the year 2022-23	
		Held	Attended
Mr. Naveen Sawhney (DIN 00893704)	Member, Managing Director, Executive	2	2
Mr. Parveen Kumar (DIN 08952635)	Member, Independent, Non- Executive	2	2
Mr. Prem Kumar Vohra (DIN 00186923)	Member, Independent, Non- Executive	2	2
Mr. Rahul Mohnot (DIN 00488475)	Member, Independent, Non- Executive	2	2

* CSR committee elects its chairperson among themselves.

The broad term of reference for CSR committee is as follows:

- (i) Formulate CSR Policy and recommend the same to the Board of Directors of the Company for approval;
- (ii) Recommend CSR activities as stated under Schedule VII of the Act;
- (iii) Recommend the CSR Budget;
- (iv) Spend the allocated CSR amount on the CSR activities once it is approved by the Board of Directors of the Company in accordance with the Act and the CSR Rules;
- (v) Create transparent monitoring mechanism for implementation of CSR Initiatives;
- (vi) Submit the Reports to the Board in respect of the CSR activities undertaken by the Company;
- (vii) Monitor CSR Policy from time to time;
- (viii) Authorise executives of the company to attend the CSR Committee meetings;
- (ix) Any other matter as the CSR Committee may deem appropriate to discharge its functions or as may be directed by the Board of Directors from time to time;
- (x) Matters under Companies Act required being review by CSR committee;

The Company has revised the CSR Policy and the Charter of the CSR Committee pursuant to the Companies (Corporate Social Responsibility) Amendment Rules, 2021. The same is displayed on the website of the Company at http://www.cordscable.com/cordscable/CSR_Policy.pdf. A Report on Corporate Social Responsibility activities carried out by the Company during the year under review and details thereof are given as **Annexure - 10** to the Director's Report.

• DETAILS OF REMUNERATION PAID / PAYABLE TO DIRECTORS FOR THE YEAR ENDED MARCH 31, 2023.

Executive Directors

(Amount ₹ (p.a.) in lakhs)

Name of Director	Salary	Perquisites & Allowances	Commission	Total
Mr. Naveen Sawhney DIN 00893704	111.57	28.10	8.50	148.17
Mr. Sanjeev Kumar DIN 07178759	23.04	1.54	-	24.58

Note : There is no separate provision for payment of severance fees.

The Company does not have any Employee Stock Option Scheme.

Non executive Directors

During the year under review, none of the Non-Executive Directors had any pecuniary relationship or transaction vis-à-vis the company, other than payment of sitting fee as mentioned below.

(Amount ₹ (p.a.) in lakhs)

Name of Director	Sitting Fees	Total
Mr. Prem Kumar Vohra (DIN 00186923)	0.90	0.90
Mr. Parveen Kumar (DIN 08952635)	0.90	0.90
Mr. Rahul Mohnot (DIN 00488475)	0.90	0.90
Mrs. Eila Bhatia (DIN 09274423)	0.90	0.90

4. GENERAL BODY MEETINGS

Location, date and time of Annual General Meeting held during the preceding 3 years and the Special Resolution passed thereat are as follows:

Year	Date & Time	Venue	Special Resolution passed
2021-22	September 23, 2022; 3:00 p.m.	94, 1 st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase III, old Ishwar Nagar, New Delhi 110020.	<ul style="list-style-type: none"> Appointment of Mr. Parveen Kumar (DIN 08952635), as an Independent Director of the Company Appointment of Mr. Rahul Mohnot (DIN 00488475), as an Independent Director of the Company Appointment of Mrs. Eila Bhatia (DIN 09274423), as an Independent Director of the Company Issue of Cumulative Compulsory Redeemable Preference Shares Approval of re-appointment and remuneration of Mr. Naveen Sawhney as Managing Director of the company for a period of three years (3 years) Approval of increase in the remuneration of Mr. Sanjeev Kumar, Whole Time Director of the Company
2020-2021	September 29, 2021; 3:00 p.m.	94, 1 st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase III, old Ishwar Nagar, New Delhi 110020.	<ul style="list-style-type: none"> Re-appointment of Mr. Prem Kumar Vohra as an Independent Director of the company.
2019-2020	September 29, 2020; 3:00 p.m.	94, 1 st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase III, old Ishwar Nagar, New Delhi 110020.	<ul style="list-style-type: none"> Consideration and approval of appointment and remuneration of Mr. Sanjeev Kumar as Whole Time Director of the company. Authority to create Mortgage and/or charge over the movable and immovable properties of the Company.

Postal Ballot:

- During the financial year under review, no postal ballot was conducted and no special resolution is proposed to be conducted through postal ballot as on the date of this report.
- Details of Voting Pattern: not applicable
- Person who conducted the postal ballot exercise : not applicable
- Whether any special resolution is proposed to be conducted through postal ballot : not applicable
- Procedure of postal ballot : not applicable

5. MEANS OF COMMUNICATION TO SHAREHOLDERS**a) Calendar of financial year ended March 31, 2023**

The Company follows April-March as the financial year. The meetings of Board of Directors for approval of quarterly financial results during the financial year ended March 31, 2023 were held on the following dates:

- Results for quarter ending June 30, 2022 On 10.08.2022
- Results for quarter ending September 30, 2022 On 20.10.2022
- Results for quarter ending December 31, 2022 On 21.01.2023
- Results for year ending March 31, 2023 On 20.05.2023

Tentative Calendar for financial year ending March 31, 2024

The tentative dates of meeting of Board of Directors for consideration of quarterly financial results for the financial year ending March 31, 2024 are as follows:

- Results for quarter ending June 30, 2023 On or before 14.08.2023
- Results for quarter ending September 30, 2023 On or before 14.11.2023
- Results for quarter ending December 31, 2023 On or before 14.02.2024
- Results for year ending March 31, 2024 On or before 30.05.2024

b) Quarterly, Half-yearly and Annual Results: The quarterly/half-yearly/annual financial results are published within the timeline stipulated under SEBI Listing Regulations. The results are also uploaded on NEAPS and BSE Online Portal of NSE and BSE respectively. These Financial Results are published in leading newspapers, namely, Mint, Financial Express, Business Standard in English and Hari Bhoomi, Jansatta in Hindi within forty eight hours of approval thereof. The financial results are also displayed on Company's website <http://cordscable.com/cordscable/cordscablesindustries.php>.

c) Annual Reports and Annual General Meetings

The Annual Reports are e-mailed/posted to Members and others entitled to receive them. The Annual Reports are also available on the Company's website at <http://www.cordscable.com/cordscable/cordscablesindustries.php> in a user-friendly downloadable form. In line with the MCA Circulars, the Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. However, members desiring a physical copy of the Annual report for the FY 2023, may write to us or e-mail us on csco@cordscable.com, to enable the company to dispatch a copy of the same. Please include details of folio No / DP ID and Client ID and holding details in the said communication.

d) News Releases, Presentations, etc.: Any presentation made to the institutional investor or/ and analysts release are sent to stock exchanges and are displayed on the website of the company at <http://www.cordscable.com/cordscable/corporate.php>.

e) Company's Website: Comprehensive information about the Company, its business and operations and press releases can be viewed on the Company's website at www.cordscable.com. The 'Financials & Corporate Governance' section on the website gives information relating to financial results, annual reports and shareholding pattern, investor presentation etc. The proceedings of the AGM are also available on the website of the company.

f) NSE Electronic Application Processing System (NEAPS) and BSE Online Portal: NSE has provided online platform NEAPS wherein the Company submits all the compliances/ disclosures to the Stock Exchanges in the SEBI prescribed format. Similar filings are made with BSE on their online Portal viz. BSE Corporate Compliance & Listing Centre.

g) eXtensible Business Reporting Language (XBRL): XBRL is a standardized and structured way of communicating business and financial data in an electronic form. XBRL provides a language containing various definitions (tags) which uniquely represent the contents of each piece of financial statements or other kinds of compliance and business reports. BSE and NSE provide XBRL based compliance reporting featuring identical and homogeneous compliance data structures between Stock Exchanges and MCA. XBRL filings are done on the NEAPS portal as well as the BSE online portal.

h) SEBI Complaints Redress System (SCORES): The investor complaints are processed in centralized web based complaints redress system. The salient features of this system are Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaints and its current status.

- i) **The Company has designated the e-mail id:** csco@cordscable.com for investor relation and the same is prominently displayed on the website of the company (www.cordscable.com).
- j) **Management Discussion & Analysis:** Management Discussion & Analysis is separately annexed and forming part of the Annual Report.

6. GENERAL SHAREHOLDERS' INFORMATION

(i) 32nd Annual General Meeting for the financial year 2022-23

Day & Date	Friday, September 22, 2023
Venue	Through Video Conferencing (VC)The venue of the AGM shall be deemed to be the Registered Office of the Company at 94, 1 st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase III, old Ishwar Nagar, New Delhi 110020.
Time	03:00 p.m.
Book Closure	Saturday, September 16, 2023 to Friday, September 22, 2023 (both days inclusive)

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the forthcoming AGM are given herein and in the Annexure to the Notice of the AGM to be held on September 22, 2023.

(ii) Financial Calendar

Financial Year : April 01 to March 31
 AGM in : September

(iii) Dividend paid, if any : Nil

(iv) E- Voting Dates : The cut -off date for the purpose of determining the shareholders eligible for e- voting is Friday, September 15, 2023.
 The e-voting commences on Tuesday, September 19, 2023 at 09:30 a.m. (IST) to Thursday, September 21, 2023 at 05:00 p.m. (IST)

(v) Corporate Identity Number

(CIN) of the company : L74999DL1991PLC046092

(vi) Listing Details:

Name and Address of the Stock Exchange	Stock Code
National Stock Exchange of India Ltd Exchange Plaza, Plot No-C/1G Block, Bandra Kurla Complex Bandra (E), Mumbai-400 051	CORDSCABLE
Bombay Stock Exchange Ltd Floor 25, PJ Towers, Dalal Street, Mumbai-400 001	532941
ISIN No.	INE792I01017

Annual listing fees for the financial year 2023-2024 have been paid to the above Stock Exchanges.

(vii) Custodial fees to Depositories : Paid to National Security Depository Ltd and Central Depository Securities Ltd. For the F.Y. 2023-24.

(viii) Unclaimed Dividend/ Share : Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, if the Dividend transferred to the Unpaid Dividend Account of the Company remains unpaid or unclaimed for a period of seven years from the date of such transfer then such unclaimed or unpaid dividend shall be transferred by the Company along with interest accrued, if any to the Investor Education and Protection Fund ('the IEPF'), a fund established under sub-section (1) of section 125 of the Act. The details of unclaimed/unpaid dividend are available on the website of the Company viz. <http://cordscable.com/cordscable/corporate.php>.

- (ix) **Claim from IEPF Authority** : Members/Claimants whose shares and unpaid/unclaimed dividends, sale proceeds of fractional shares, etc. have been transferred to the IEPF Authority can claim the same by making an application to the IEPF Authority in e-Form IEPF-5 (available at www.iepf.gov.in) and sending duly signed physical copy of the same to the Company along with requisite documents as prescribed in the instruction kit of e-Form IEPF-5. Link to e-Form IEPF-5 is also available on the website of the Company at <http://cordscable.com/cordscable/corporate.php>. No claims shall lie against the Company in respect of the dividends/shares so transferred.

(x) **Shareholding as on March 31, 2023: (Face Value : ₹ 10 each)**

a) **Distribution of Shareholding as on March 31, 2023**

No. of Shares held	No. of shareholders	% of Shareholders	Aggregate shares held	% of Shareholding
1 - 500	12,774	87.58	14,99,456	11.60
501 - 1000	952	6.53	7,74,879	5.99
1001 - 2000	422	2.89	6,31,319	4.89
2001 - 3000	147	1.01	3,91,928	3.03
3001 - 4000	74	0.51	2,65,013	2.05
4001 - 5000	62	0.42	2,90,033	2.24
5001 - 10000	83	0.57	5,95,781	4.61
10001 - *****	72	0.49	84,79,371	65.59
TOTAL	14586	100.00	12927780	100.00

b) **Shareholding Pattern as on March 31, 2023: (Face Value : ₹ 10 each)**

S. No.	Category of Shareholders	Total no of Shares	Shares held as a percentage of total number of shares
1	Promoters & Promoter Group	66,93,347	51.77
2	Financial Institutional / Banks	215	0.00
3	Bodies Corporate	2,67,031	2.07
4	Individual Shareholders holding nominal share capital upto ₹ 2 Lakh	43,76,400	33.85
5	Individual Shareholders holding nominal share capital in excess of ₹ 2 Lakh	10,22,974	7.91
6	NRIs	1,37,908	1.07
7	Clearing Members	10,024	0.08
8	Hindi Undivided Family	4,11,103	3.18
9	IEPF	8,777	0.07
10	Others	1	0.00
	GRAND TOTAL	12,927,780	100

c) Top ten equity shareholders of the Company as on March 31, 2023: (Face Value: ₹ 10 each)

S. No.	Name of the Shareholder	Number of Shares	Shares held as a percentage of total number of shares
1.	Naveen Sawhney	60,94,931	47.14
2	Adarsh Sawhney	2,24,006	1.73
3.	Gaurav Sawhney	1,98,466	1.54
4.	Varun Sawhney	1,75,944	1.36
5.	Sunil Kumar Gupta	84,000	0.65
6.	Mahendra Girdharilal	77,652	0.60
7.	Sunil Franz Rodrigues	75,006	0.58
8.	Parimal Rajnikant Patel	70,005	0.54
9.	Sanjeev Narendra Mehta	56,300	0.43
10.	Lok Prakashan Ltd	52,764	0.41
	GRAND TOTAL	7109074	54.98

Person holding 1% or more of the equity shares in the company as on March 31, 2023 excluding the list of top10 shareholders of the company : None

d) Market Price Data

The monthly high and low prices and volumes of the Company's Shares at BSE and NSE for the financial Year ended March 31, 2023 as under:

Month	BSE			NSE		
	High (₹)	Low (₹)	Volume (No of Shares)	High (₹)	Low (₹)	Volume (No of Shares)
April'22	69.00	51.00	2,18,024	69.35	50.65	20,10,651
May'22	61.05	49.95	78,683	61.95	50.00	5,51,736
June'22	57.00	48.50	43,352	56.80	48.75	3,57,865
July'22	57.90	50.10	94,702	57.90	51.75	5,46,089
Aug'22	64.40	54.15	1,47,868	65.00	54.15	12,13,153
Sep'22	71.70	57.50	1,72,562	71.50	58.05	14,98,337
Oct'22	71.50	58.20	1,43,408	72.75	58.00	10,31,573
Nov'22	76.50	60.65	3,08,812	76.40	61.65	34,64,308
Dec'22	73.80	50.00	1,69,641	74.05	56.00	12,08,821
Jan'23	87.65	64.05	7,47,890	87.90	68.00	78,12,616
Feb'23	73.15	63.00	1,35,032	73.45	63.15	13,57,539
Mar'23	73.25	60.60	1,73,254	73.35	61.05	12,16,299

e) Performance in Comparison to BSE Sensex.

The Performance of the share price of the Company in comparison to the BSE Sensex is as under:

Month	BSE Sensex		NSE Sensex		Cords Cable Industries Limited	
	High (₹)	Low (₹)	High (₹)	Low (₹)	High (₹)	Low (₹)
April'22	60,845.1	56,009.07	18,114.65	16824.70	69.00	51.00
May'22	57,184.21	52,632.48	17,132.85	15735.75	61.05	49.95
June'22	56,432.65	50,921.22	16,793.85	15183.40	57.00	48.50
July'22	57,619.27	52,094.25	17,172.80	15511.05	57.90	50.10
Aug'22	60,411.2	57,367.47	17,992.20	17154.80	64.40	54.15
Sep'22	60,676.12	56,147.23	18,096.15	16747.70	71.70	57.50
Oct'22	60,786.7	56,683.4	18,022.80	16855.55	71.50	58.20
Nov'22	63,303.01	60,425.47	18,816.05	17959.20	76.50	60.65
Dec'22	63,583.07	59,754.1	18,887.60	17774.25	73.80	50.00
Jan'23	61,343.96	58,699.2	18,251.95	17405.55	87.65	64.05
Feb'23	61,682.25	58,795.97	18,134.75	17255.20	73.15	63.00
Mar'23	60,498.48	57,084.91	17,799.95	16828.35s	73.25	60.60

**None of the Company's securities have been suspended from trading.*

(xi) Registrar and Share Transfer Agent

The Company has appointed Link Intime India Pvt. Ltd. as its Registrar and Share Transfer Agent to whom communications regarding change of address, transfer of shares etc. should be addressed. The address of the Registrar and Share Transfer Agent is as under-

Name & Address of R & T Agent	Link Intime India Pvt. Ltd. Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058.
Tel No.	+91-011- 49411000
Fax No.	+91-011- 41410591
Email	delhi@linkintime.co.in
Website	www.linkintime.co.in

(xii) Share Transfer System

Members may please note that SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB /P/CIR/2022/ 8 dated January 25, 2022, has mandated Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website under the weblink at <http://www.cordscable.com/cordscable/media/Downloads/Form%20ISR-4.pdf>. It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI, vide its notification dated January 24, 2022, has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the RTA, for assistance in this regard.

Also, The Company obtains annual certificate from a Company Secretary in Practice confirming the issue of share certificates for transfer, sub-division, consolidation etc., and submits a copy thereof to the Stock Exchanges in terms of Regulation 40(9) of SEBI (LODR) Regulations. Further, the Compliance Certificate under Regulation 7(3) of the SEBI (LODR) Regulations confirming that all activities in relation to both

physical and electronic share transfer facility are maintained by Registrar and Share Transfer Agent registered with the SEBI is also submitted to the Stock Exchanges on an annual basis.

(xiii) Nomination

Pursuant to the provisions of Section 72 of the Act, Members are entitled to make nominations in respect of shares held by them. Members holding shares in physical form and intending to make/change the nomination in respect of their shares in the Company, may submit their requests in Form No. SH.13 to Link Intime India Pvt Ltd (LIPL). Members holding shares in electronic form are requested to give the nomination request to their respective DPs directly.

Form No. SH.13 can be obtained from LIPL or downloaded from the Company's website under the section "Corporate Governance" at <http://www.cordscable.com/cordscable/media/Downloads/Form%20No%20%20SH-13.pdf>

(xiv) Reconciliation of Share Capital Audit

As stipulated by SEBI, Gupta Gulshan and Associates, practicing company secretary (Membership No. FCS 5576, C. P. No. 3925) carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Security Depository Limited (NSDL) and Central Depository Services (India) Limited and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges and to the Board of Directors. The audit confirms that the total listed and paid up capital is in agreement with the aggregate of total number of shares in dematerialized form and in physical form.

(xv) Dematerialization of shares and liquidity

The shares of the Company are traded in dematerialized form. 35,70,561 equity shares of the Company stands in CDSL A/c, 93,55,979 equity shares stands in NSDL A/c & Balance 1240 equity shares are in physical form as on March 31, 2023.

The equity shares of the Company are actively traded at BSE & NSE.

(xvi) Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on liquidity

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments in the past and hence as on March 31, 2023, the Company does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments.

(xvii) Commodity Price risk or foreign exchange risk and hedging activities.

The Company has adequate risk assessment and minimization system in place including for commodities. The Company has managed the Foreign Exchange risk with appropriate hedging activities in accordance with the policies of the Company. The Company used Forward Exchange Contracts to hedge against its Foreign Currency exposures relating to firm commitments.

(xviii) Credit ratings

CareEdge Ratings (CARE Ratings) reaffirmed the credit ratings of the company's long term / short term bank facilities as CARE BBB (outlook: Stable); CARE A3 respectively.

(xix) In case the securities are suspended from trading, the director report shall explain the reason thereof.

None of the Company's securities have been suspended from trading.

7. OTHER DISCLOSURES

a) Related Party Transactions

A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit committee for review and recommendation to the Board for their approval.

During the Financial Year 2022-23, the Company has entered into a transaction with Cords Digital Technologies Private Limited & Stem Factory Solutions Private Limited [a Related Party as per Section 2(76) of the Companies Act, 2013], The aforementioned transactions with Cords Digital Technologies Private Limited and Stem Factory Solutions Private Limited were approved by the Board of Directors on the recommendation of Audit Committee in compliance with Section 188 read with Rule 15 of the Companies (Meeting of Board

and its Powers) Rule, 2014 and other applicable provisions of the Companies Act, 2013 and Regulation 23 of the Securities and Exchange Board of India (Listing Regulations and disclosure requirements) Regulations, 2015 (including any statutory Amendment(s), modification(s) or re-enactment thereof for the time being in force). The aforementioned transactions were in ordinary course of business of the Company and at an arm's length price.

As required under Regulation 23(1) of the Listing Regulations, the Company has formulated a policy on dealing with Related Party Transactions. The Policy is available on the website of the Company viz. <http://www.cordscable.com/cordscable/Related%20Party%20Policies.pdf>.

None of the transactions with Related Parties were in conflict with the interest of Company. All the transactions are on arm's length basis and have no potential conflict with the interest of the Company at large and are carried out on an arm's length or fair value basis. The Board has received disclosures from senior management relating to material, financial and commercial transactions where they and/or their relatives have personal interest.

b) Compliances with Rules and Regulations

There were no instances of non-compliance by the Company, penalties, structures imposed on the Company by the Stock Exchanges or the SEBI (The Securities and Exchange Board of India) or any statutory authority, on any matter related to capital markets, during the last three years 2019-20, 2020-2021 and 2021-2022 respectively.

c) Vigil Mechanism / Whistle Blower Policy

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of the personnel of the Company have been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website at the following link <http://www.cordscable.com/cordscable/Whistle%20Blower%20Policy.pdf>.

d) Compliance with Secretarial Standards

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on various aspects of corporate law and practices. The Company has complied with each one of them.

e) Policy on Preservation of Documents

As required under Regulation 9 of the SEBI Listing Regulations Policy on Preservation of Documents is available on the website of the Company at [http://www.cordscable.com/cordscable/media/policies/Cords Cable Policy on preservation of%20documents.pdf](http://www.cordscable.com/cordscable/media/policies/Cords%20Cable%20Policy%20on%20preservation%20of%20documents.pdf)

f) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements

The Board of Directors periodically reviewed the compliance of all Applicable Laws and steps taken by the Company to rectify instances of non-compliance, if any. The company is in compliance with all mandatory requirements of SEBI Listing Regulations. In addition, the company has also adopted the following non-mandatory requirements to the extent mentioned below:

• **The Board**

The requirement relating to maintenance of office and reimbursement of expenses of Non-Executive Chairman is not applicable to the Company since the Chairman of the Company is an Executive Director.

• **Shareholders' Communication**

The Company has maintained a functional website at www.cordscable.com containing basic information about the Company viz., details of its business, financial information, shareholding pattern, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances etc. The contents of the said website are updated from time to time.

Quarterly / Financial Results are published in leading newspapers, namely, Mint, Financial Express, Business Standard in English and Hari Bhoomi, Jansatta in Hindi. These results are also put up on Company's website www.cordscable.com.

• **Audit qualifications**

During the year under review, there was no audit qualification on the company's financial statements.

- **Reporting of Internal Auditor**

Internal Auditors reports to the Managing Director, CFO of the company and they have a direct access to the Audit Committee and participates in the meetings of the Audit Committee of the Board of Directors of the Company, as and when required, and presents his audit observations to the Audit Committee. Mr. Pawan Kumar Maheswari has resigned from the post of Internal Auditor w.e.f. close of business hours on July 28, 2023 and in his place M/s Agarwal Nikhil and Co., Chartered Accountants was appointed as Internal Auditor for the F.Y. ended on March 31, 2024.

g) Web link where policy for determining “material” subsidiaries is disclosed:

Not Applicable

h) Commodity price risk and Commodity hedging activities

The Company has adequate risk assessment and minimization system in place including for commodities. The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018.

i) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).

During the year there was no issuance of equity shares of the company under preferential allotment or qualified institutional placement.

j) A certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority.

The Certificate of Company Secretary in practice is annexed herewith as a part of the report.

k) Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year.

All recommendations of the various committees were accepted by the Board.

l) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

Details relating to fees paid to the Statutory Auditors are given in Note 29 to the Financial Statements.

m) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The details of number of complaints filed and disposed of during the year and pending as on March 31, 2023 is given in the Directors' report.

n) Disclosure by listed entity and its subsidiaries of ‘Loans and advances’ in the nature of loans to firms/ companies in which directors are interested by name and amount.

Company neither had any subsidiary nor granted any Loans and advances' in the nature of loans to firms/ companies.

o) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.

Company do not have any subsidiary.

p) The Company has duly complied with the requirement of corporate governance report of sub-paras (2) to (10) of part C of schedule V.

q) The corporate governance report shall also disclose the extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted.

Please refer point no “f” of other disclosure requirement above.

r) The Company has duly complied with the requirements specified in Regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

s) Consolidation of folios and avoidance of multiple mailing

In order to enable the Company to reduce costs and duplicity of efforts for providing services to investors, members who have more than one folio in the same order of names, are requested to consolidate their

holdings under one folio. Members may write to the Registrars & Transfer Agents indicating the folio numbers to be consolidated along with the original shares certificates to be consolidated.

t) Disclosure of Accounting Treatment

In the preparation of the financial statements, the Company has followed the Accounting Standards (IND-AS) referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

u) Risk Management

The Board is apprised of the matters with regard to Risk Management & Assessment. The Risk minimization procedures have been put in place and are being reviewed from time to time, to ensure that the executive management, controls risk, through means of a properly defined framework.

v) Policy on Determination of Materiality for Disclosures

The Company has also adopted Policy on Determination of Materiality for Disclosures, Policy on Archival of Documents and Policy for Preservation of Documents which is available on company's website i.e http://www.cordscable.com/cordscable/media/policies/POLICY_FOR_DETERMINING_MATERIALITY_OF_EVENTS_or%20INFORMATIONS.pdf

w) CEO/CFO Certification

As required under Regulation 17 (8) of the SEBI Listing Regulations, the Managing Director and the Chief Financial Officer of the Company have submitted a Compliance Certificate for the financial year ended March 31, 2023, which is annexed to this Report. In term of Regulation 33 (2)(a) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Managing Director and CFO certified the quarterly financial results while placing the final results before the Board.

x) Description of voting rights

All Equity shares issued by the Company carry equal voting rights.

y) Equity Shares in the suspense account

In accordance with the requirement of Regulation 34 (3) and Schedule V Part F of SEBI Listing Regulations, the Company reports the following details in respect of equity shares lying in the suspense account which were issued in dematerialised form pursuant to the public issue of the Company:

Particulars	Number of shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2022	Aggregate numbers of shareholders are 05.	The outstanding shares in the suspense account lying at the beginning of the year are 599.
Shareholders who approached the Company for transfer of shares from suspense account during the year	Nil	Nil
Shareholders to whom shares were transferred from the suspense account during the year	Nil	Nil
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2023.	Aggregate numbers of shareholders are 05.	The outstanding shares in the suspense account lying at the end of the year are 599.
That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.	Yes, The voting rights on these shares are frozen till the rightful owner of such shares claims the shares.	

z) Disclosure of certain types of agreement binding the company

Disclosure in respect of information required under clause 5A of paragraph A of Part A of Schedule III of the LODR Regulations is not applicable to the company.

aa) Secretarial Audit Report

M/s Gupta Gulshan & Associates, Company Secretaries, have carried out the Secretarial Audit of the Company for the Financial Year 2022-23 as per the provisions of Section 204 of the Companies Act, 2013. Secretarial

Audit Report in the prescribed format given by M/s Gupta Gulshan & Associates, Company Secretaries forms part of this Annual Report.

Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD 1/27/2019 mandated all listed entities to obtain Annual Secretarial Compliance Reports on compliance with SEBI Regulations and circulars/ guidelines issued thereunder and Secretarial Standards issued by the Institute of the Company Secretaries of India, from a company secretary in practice. Accordingly, the Company has obtained and filed with stock exchanges Annual Secretarial Compliance Report for FY 2022-23 from M/s Gupta Gulshan & Associates, Company Secretaries.

ab) Compliance Certificate from the Secretarial Auditor of the Company

Certificate from M/s Gupta Gulshan & Associates, Company Secretaries, Confirming compliance with the conditions of Corporate Governance as stipulated schedule V of SEBI (listing Obligation and Disclosure Requirements) Regulations, 2015 is annexed to the Directors Report forming part of the Annual report.

ac) Particulars of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting have been provided in the Notice of the Annual General Meeting.

ad) Plant Locations

- A-525, E-518, E-519, E-520, Industrial Area Chopanki, Bhiwadi, Distt. Alwar - 301707 (Rajasthan)
- SP-239,240 & 241, Industrial Area Kahrani, Bhiwadi, Distt. Alwar - 301019 (Rajasthan)

ae) Suspense Escrow Demat Account

SEBI, vide its letter No. SEBI/HO/MIRSD/POD-1/OW/P/2022/64923 dated December 30, 2022, had issued Guidelines with respect to procedural aspects of 'Suspense Escrow Demat Account' to be opened by listed entities pursuant to SEBI Circular No. SEBI/HO/MIRSD /MIRSD_RTAMB/P/CIR/2022/6 dated January 25, 2022, latest by January 31, 2023.

The Company opened the 'Cords Cable Industries Limited - Suspense Escrow Demat Account' within the stipulated timeline.

af) Norms for furnishing of PAN, KYC, Bank details and Nomination

Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSDPoD-1/P/CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/ MIRSD/MIRSD RTAMB /P/CIR/ 2021/655 and SEBI/HO/MIRSD/MIRSD RTAMB/ P/CIR/ 2021/687 dated November 3, 2021 and December 14, 2021, respectively, SEBI has mandated all the listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. The folios wherein any one of the cited documents/details is not available on or after October 1, 2023, shall be frozen by the RTA.

The securities in the frozen folios shall be eligible:

- To lodge any grievance or avail of any service, only after furnishing the complete documents / details as mentioned above;
- To receive any payment including dividend, interest or redemption amount (which would be only through electronic mode) only after they comply with the above stated requirements.

The forms for updation of PAN, KYC Bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and the said SEBI circular are available on our website www.cordscable.com/cordscable/corporate.php. In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest.

Members who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

ag) Service of documents through electronic mode

As a part of Green Initiative, the members who wish to receive the notices/documents through e-mail, may kindly intimate their e-mail addresses to the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited, to its dedicated e-mail id i.e., delhi@linkintime.co.in.

ah) E-Voting

E-voting is a common internet infrastructure that enables investors to vote electronically on resolutions of companies. The Company will also have the e-Voting facility for the items to be transacted at this AGM. The Company has entered into agreements with Link Intime India Private Limited (LIPL) for availing e-Voting facility in forthcoming AGM.

8. INVESTOR CORRESPONDENCE***For share transfer, transmission and dematerialization requests***

Link Intime India Pvt. Ltd. (RTA) Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058. Tel. No. +91-011- 49411000 Fax No +91-011, 41410591 E-mail: delhi@linkintime.co.in Website: www.linkintime.co.in	Link Intime India Private Limited (RTA) C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai -400083 Tel. No. +91-022- 49186270 Fax No +91-022- 49186060 E-mail: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in
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For Depository Services

Members may write to the respective Depository or to Link Intime India Pvt. Ltd. for guidance on depository services. Address for correspondence with the Depositories is as follows:

National Securities Depository Ltd Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013 Tel. No. : 022 2499 4200 Fax No. : 022 2497 6351 e-mail : info@nsdl.co.in website : www.nsdl.co.in	Central Depository Services (India) Ltd Marathon Futurex, A-Wing, 25th floor, N. M. Joshi Marg, Lower Parel, Mumbai 400 013 Tel. No. : 022 2272 3333 Fax No. : 022 2272 3199 e-mail : investor@cdslindia.com website : www.cdslindia.com
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For General Correspondence**Company Secretary,**

Cords Cable Industries Ltd.
94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area,
Old Ishwar Nagar,
New Delhi 110020
Tel No.011- 40551200
Fax No. 011- 40551281
Email ID: csco@cordscable.com
CIN L74999DL1991PLC046092

ON BEHALF OF THE BOARD OF DIRECTORS

New Delhi
July 28, 2023

Naveen Sawhney
Managing Director
DIN : 00893704

Sanjeev Kumar
Whole Time Director
DIN : 07178759

Important Communication to Members

As a responsible corporate citizen, the Company welcomes and supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report, quarterly and half-yearly results, amongst others, to the Members at their e-mail addresses previously registered with the Depository Participants ('DPs') and Registrar and Transfer Agent ('RTA'). Members who have not registered their e-mail addresses so far are requested to do the same. Those holding shares in demat form can register their e-mail address with their concerned DPs. Members who hold shares in physical form are requested to register their e-mail addresses with the RTA by sending a letter duly signed by the first/sole holder quoting Folio Number.

GUPTA GULSHAN & ASSOCIATES
Company Secretaries

202, Kumar House, Central Market,
Prashant Vihar, Delhi 110085
E-mail : gulshanguptacs@gmail.com
Phone : 011 47510390, 98105 10390

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

The Members

Cords Cable Industries Limited

We have examined the compliance of conditions of Corporate Governance by Cords Cable Industries Limited (“the Company”), for the financial year ended **March 31, 2023** as stipulated in the regulations 17 to 27 and clauses (b) to (i) and (t) of regulation 46 (2) and para-C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), to the extent as applicable to the Company.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and considering the relaxations given by the Ministry of Corporate Affairs and Securities and Exchange Board of India due to spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Gupta Gulshan & Associates**
Company Secretaries

Gulshan Kumar Gupta

Membership No. FCS: 5576

Certificate of Practice No. 3925

ICSI Unique Code: S2005DE081500

Peer Review Certificate No.: 1750/2022

UDIN: F005576E000660747

Place: Delhi

Date: July 22, 2023

GUPTA GULSHAN & ASSOCIATES
Company Secretaries202, Kumar House, Central Market,
Prashant Vihar, Delhi 110085
E-mail : gulshanguptacs@gmail.com
Phone : 011 47510390, 98105 10390**CERTIFICATE****PURSUANT TO REGULATION 34 (3) AND SCHEDULE V PARA C CLAUSE (10)(I) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)**

The Members

Cords Cable Industries Limited

CIN: L74999DL1991PLC046092

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Cords Cable Industries Limited (CIN: L74999DL1991PLC046092) having registered office at 94, 1st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase III, Old Ishwar Nagar, New Delhi 110020 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on **March 31, 2023** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of Appointment
1	Naveen Sawhney	00893704	01.04.1995
2	Sanjeev Kumar	07178759	30.05.2015
3	Prem Kumar Vohra	00186923	14.03.2020
4	Praveen Kumar	08952635	10.01.2021
5	Rahul Mohnot	00488475	30.06.2021
6	Eila Bhatia	09274423	01.09.2021

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these, based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Gupta Gulshan & Associates
Company Secretaries**Gulshan Kumar Gupta**

Membership No. FCS: 5576

Certificate of Practice No. 3925

ICSI Unique Code: S2005DE081500

Peer Review Certificate No.: 1750/2022

UDIN: F005576E000660771

Place: Delhi
Date: July 22, 2023

Annexure 6 to the Directors' Report**MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER CERTIFICATION**

Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
**The Board of Directors
Of Cords Cable Industries Limited**

Dear Sir/ Madam,

We, Naveen Sawhney, Managing Director & Sandeep Kumar (Chief Financial Officer) of Cords Cable Industries Ltd to the best of our knowledge and belief certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2023 and to the best of our knowledge and belief:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - (ii) these statements together present a true and fair view of the company's affair and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year ended March 31, 2023, which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee :
- (i) significant changes in internal control over financial reporting during the year, if any;
 - (ii) significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements and;
 - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**By Order of Board
For Cords Cable Industries Limited**

**Naveen Sawhney
Managing Director
DIN: 00893704**

**Sandeep Kumar
Chief Financial Officer**

Place: New Delhi
Date: July 28, 2023

Code of Conduct Declaration

DECLARATION BY THE MANAGING DIRECTOR UNDER REGULATION 34(3) READ WITH PART D OF SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, REGARDING COMPLIANCE WITH CODE OF CONDUCT

To
The Members
Cords Cable Industries Limited

In accordance with Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended March 31, 2023.

**By Order of Board
For Cords Cable Industries Limited**

Place: New Delhi
Date: July 28, 2023

Naveen Sawhney
Managing Director
DIN: 00893704

Annexure 7 to the Directors' Report**Management Discussion & Analysis****Global Economy**

The global economy seems to be at the cusp of a slowdown in 2023, with growth projected to decline to 2.1 percent. The combined effects of monetary tightening and stricter credit conditions are expected to exert pressure on economic activity throughout the latter part of the year and into 2024. This deceleration might be particularly prominent in advanced economies, where growth is expected to plummet from 2.7 percent in 2022 to 1.3 percent in 2023.

Furthermore, several emerging market and developing economies (EMDEs) are anticipated to experience a more pronounced slowdown, particularly those grappling with heightened fiscal and financial vulnerabilities. Many of these economies are forecasted to see growth diminish to 2.9 percent in 2023, down from 4.1 percent in 2022, attributed to global financial conditions and elevated debt levels.

While global headline inflation is estimated to decrease from 8.7 percent in 2022 to 7.0 percent in 2023 due to decreased commodity prices, core inflation is projected to decrease more gradually. For the most part, inflation may not return to target levels before 2025.

Initial indicators in early 2023 initially suggested the potential for a gentle economic landing, characterized by lower inflation and stable growth. However, these prospects may have become less certain due to persistent high inflation and recent turbulence in the financial sector.

Noteworthy reports from organizations such as the United Nations, the OECD, McKinsey, and the IMF highlight diverse growth projections for 2023, underscoring the need for readiness in an evolving global economic landscape. The United Nations' report proposes that the global growth slowdown in 2023 might be less severe than earlier anticipated. This is attributed to improved household spending in the United States and the European Union, China's potential recovery, and the sustained outlook for India. Global growth is now anticipated to ease from 3.1 percent in 2022 to 2.3 percent in 2023 (up from the 1.9 percent forecast in January). The OECD's Economic Outlook anticipates a moderation in global GDP growth from 3.3 percent in 2022 to 2.7 percent in 2023, followed by a rebound to 2.9 percent in 2024. McKinsey's Global Survey on economic conditions advises businesses to brace for an impending slowdown in global economic growth. Goldman Sachs foresees global growth of approximately 1.8 percent in 2023, influenced by tightening financial conditions in the United States. J.P. Morgan's midyear update notes resilient spending in the first half of the year, but also highlights a moderation in growth and an ongoing shift in dynamics.

Worth mentioning is that Asian economies are broadly expected to be the main drivers of global growth in 2023, benefiting from ongoing reopening efforts and milder inflationary pressures compared to other regions.

Thereby, the global economy displays signs of improvement, though the upturn remains fragile, accompanied by notable downside risks. While the United Nations' report points to a potentially less severe global growth slowdown in 2023, businesses should prepare for an environment of decelerating global economic growth in the foreseeable future.

Indian Economy

India's economy has displayed remarkable resilience amidst global uncertainties, achieving a robust 7.7% YoY growth in the first three quarters of FY 2022/23. The National Statistical Office (NSO) reports an 8.7% real GDP growth in 2021-22, surpassing pre-pandemic levels by 1.5%. While, the ongoing recovery seems to be driven by rural consumption, urban consumption is also poised for a resurgence, particularly in contact-intensive services. Investment activity receives a boost from capacity utilization, government-driven capital expenditure, and strengthened bank credit. The momentum in merchandise and services exports remains strong. The manufacturing focus, government incentives, digitization, and global technology trends are the expected key drivers of this growth. Additionally, the geopolitical factors seem to enhance India's attractiveness as an investment destination.

While a well-vaccinated population helps mitigate health-related risks, the inflation outlook remains uncertain due to global geopolitics and commodity prices. Although reduced excise duties have moderated domestic petroleum prices, global crude oil prices continue to stay elevated. By and large, India's strong macroeconomic indicators lay a solid foundation for growth, with widespread vaccination, supply-side reforms, robust exports, and fiscal flexibility acting as growth catalysts. The anticipated rejuvenation of the private sector is also bolstered by a resilient financial system.

The IMF predicts India's growth at 5.9% in FY 2023-24 and an average of 6.1% over the next five years. A positive outlook is maintained for the Indian economy, with investments expected to drive sustainable growth. FY 2023-24 growth is projected at 6.0%-6.5%, even as the global economy faces challenges. Averaging a growth rate of 6.7% until 2031, driven by manufacturing and services, S&P Global foresees India becoming the world's third-largest economy by 2027. India's decade-long average GDP growth of 5.5% solidifies its status as the fastest-growing economy.

The Indian government's policy initiatives, investments in technology and energy, and strategic planning position the country for continued economic growth. The Union Budget 2022-23 sets the stage for growth through public investment, inclusive development, productivity enhancement, and financing avenues. Tax and regulatory measures provide clarity and support growth.

Overall, India's resilient economy is fortified to navigate challenges. Strategic investments, policy initiatives, and proactive measures ensure sustained economic prosperity amidst global dynamics and oil price fluctuations.

INDUSTRY STRUCTURE AND DEVELOPMENT (Wires and Cables Industry)

The Indian wires and cables industry is poised for significant growth, and by some estimates, it's projected to cross the ₹ 1,000 billion mark in FY'23. This growth is driven by substantial government investments in infrastructure. Notably, initiatives like the Pradhan Mantri Sahaj Bijli Har Ghar Yojana (Saubhagya scheme) and Power for all are set to accelerate demand for wires and power cables. These schemes focus on rural household electrification and transmission and distribution (T&D) efficiencies. Besides, commercial establishments and public utilities are expected to contribute to the demand for cabling. The expansion of renewable energy capacities is expected to fuel the need for solar cables and elastomeric cables.

In metropolitan areas (Tier I cities), the demand, especially, for underground cables is expected to grow due to space limitations for tower installations and heightened demand from infrastructure projects such as metro networks etc. Over the past five years, the wires and cables industry in India has exhibited a robust compound annual growth rate (CAGR) of approximately 13.68%, reaching ₹ 788 billion in Fiscal 2021. The industry is projected to sustain this growth trajectory, with an anticipated CAGR of around 14.50% in value terms, reaching approximately ₹ 1,550 billion by Fiscal 2026. The wires and cables market constitute nearly 40% of the electrical industry and is experiencing a CAGR of 15% primarily due to the expansion of the power and infrastructure sectors.

Even globally, the wires and cables market witnessed an estimated size of \$183.14 billion in 2020 and is projected to expand at a compound annual growth rate (CAGR) of 4.4% from 2021 to 2028. The industry is anticipated to reach a substantial worth of \$236.1 billion in 2024, growing at a CAGR of 8.00%.

The remarkable growth is underpinned by government investments in areas such as smart cities, metro railways, airport modernization, power, and hydrocarbon sectors. The wire and cable industry's prospects are interconnected with several sectors, including power, telecommunications, railways, real estate, steel, cement, and infrastructure.

OPPORTUNITIES

Demand Drivers, and Opportunities in the Wire and Cable Industry

The wires and cable industry in India is experiencing rapid expansion driven by the government's resolute dedication to infrastructure development and increased investments across various sectors. This robust growth in the wires and cables market is fuelled by a confluence of factors, including heightened government expenditure on infrastructure, initiatives to promote renewable energy, urbanization, industrialization, emerging technologies, and the government's unwavering focus on the infrastructure sector.

Few of the Sectoral Opportunities:

Hydrocarbons: Specialized cables and wires play a crucial role in the demanding conditions of the oil and gas sector, where many times they must withstand extreme temperatures and harsh environments. The hydrocarbons sector, encompassing oil exploration, drilling, and refining, relies heavily on these durable cables. As this sector experiences growth, the demand for such resilient cables is anticipated to rise significantly.

Railways and Metro Rails: Ambitious expansion and modernization of railways and metro rail networks demand extensive cabling. The government's strategic focus on high-speed rail networks and metro rails unveils significant prospects for the wires and cable industry.

Power: The power sector remains a substantial consumer of cables and wires. The government's drive towards universal electrification, exemplified by initiatives like Pradhan Mantri Sahaj Bijli Har Ghar Yojana (Saubhagya scheme) and Power for All, is poised to fuel demand for building wires and power cables.

Metals: The metals sector presents another opportunity for the wires and cable industry in India, with the demand for cables used in the mining and processing of metals expected to increase.

Fertilizers and Chemicals: Similarly, the fertilizers and chemicals sector mandates cables and wires resilient enough to thrive in challenging environments. The expected growth in this sector is likely to drive demand for these specialized cables.

Airports Modernization and Expansion: The modernization and expansion of airports entail substantial cabling needs. The government's commitment to revamp existing airports and establish new ones augments opportunities for the wires and cable industry.

Smart Cities: The government's strategic focus on smart city development paves the way for considerable growth prospects in the wires and cable industry. The evolution of smart cities demands substantial cabling for diverse applications like smart grids, intelligent homes, and advanced transportation systems.

Building and Industrial Automation: The burgeoning building and industrial automation sector introduces promising prospects. The demand for specialized cables and wires, capable of withstanding harsh conditions, is projected to surge in line with sectoral expansion.

Water and STP: Water and sewage treatment plants necessitate specialized cables engineered to endure extreme conditions. As these plants witness growth, the demand for these specialized cables is expected to escalate.

Few of the Market Drivers:

The strategic focus on infrastructure projects and government investments remains pivotal drivers for the wire and cable market in India. Investments in smart grid projects and enhancements of power transmission and distribution systems are poised to generate global demand for wires and cables. The ongoing expansion of power transmission & distribution networks, coupled with investments in real estate and transportation, further enhance the industry's growth prospects.

Renewable Energy Boost: India's ambitious renewable energy targets have significantly propelled the wire and cable industry's growth trajectory. The expansion of power transmission & distribution networks, combined with investments in transportation and real estate, fortifies the sector's bright future.

Urbanization and Industrialization: Historically, urbanization and industrialization have been consistent growth engines for the Indian wire and cable industry. The substantial growth in sectors like infrastructure, power generation, telecom, transmission & distribution, oil & gas, railways, metro rails, metals, hydrocarbons, fertilizers, chemicals, airports, smart cities, industrial automation, water, and STP stems from the burgeoning urbanization and industrialization trends in developing nations.

Emerging Technologies: Emerging technologies such as cloud-based data sharing, 5G spectrum, robotics, automation, and Industry 4.0 are catalysts driving the wire and cable industry's growth. These innovations heighten the demand for secure, efficient, and high-performance cables and wires, aligning seamlessly with the evolving technological landscape.

Government's Infrastructure Focus: The government's dedicated attention to infrastructure projects across various sectors provides an impetus for substantial growth. The convergence of factors such as infrastructure development, renewable energy, and electrification schemes amplifies the growth potential for the industry.

Thereby, collectively, the alignment of these sectoral opportunities and market drivers positions the wires and cable industry for a promising and prosperous future.

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Company Overview

Cords Cable Industries Limited (CORDS) stands out as a specialized Control & Instrumentation cable company and a distinguished player offering a comprehensive range of cable products across multiple sectors and industries. With a history spanning over three decades, CORDS boasts a rich reservoir of experience and has established a robust brand identity, especially, in the B2B sector. The expertise and spectrum of offerings encompasses the design, development, and manufacturing of an extensive cable portfolio, including Instrumentation, Control, Power, Thermocouple Extension/Compensating, and Communication cables, among others.

Our cables, meticulously designed and manufactured, adhere to rigorous international standards including EN, BS, IEC, and VDE, ensuring top-tier quality for applications spanning and serving across pivotal sectors and industries including, oil & gas, hydrocarbons, airports, railways, metro rail, smart cities, and the power sector, and fostering seamless connectivity.

At the heart of our operations is the drive to deliver cost-effective and high-quality solutions catering to diverse electrical connectivity needs. We have carved a niche for ourselves by crafting custom cables tailored precisely to the unique specifications of our customers. This relentless dedication has garnered industry recognition and positioned us optimally for future growth. Our investments in infrastructure and engagement with diverse industries underscore a positive growth trajectory. The current annual

production capacity of ≈ 65,000 core-cable-kilometres is distributed across two cutting-edge manufacturing facilities in Rajasthan, where the Kaharani unit contributes ≈ 35,000 core-cable-kilometres per annum and is complemented by the Chopanki unit's annual capacity of ≈ 30,000 core-cable-kilometres.

Whilst navigating the dynamic business landscape, our commitment remains unwavering in enhancing efficiency as we remain steadfast on rigorous cost control, proactive preventive maintenance, and the strategic optimization of our product mix. These initiatives align with our goal of achieving economies of scale and maintaining our esteemed reputation as a leading player, especially, in the Control & Instrumentation cable sector.

CORDS exemplifies a legacy of innovation and quality. Our persistent focus on customer-centricity and adaptability positions us to cater to the ever-evolving demands of diverse industries, solidifying our role as a trusted partner in connectivity solutions.

RISKS, THREATS, AND CONCERNS

Finance Cost Risk: Finance Cost risk arises from the potential of paying a high rate of interest on term loans and other funds, as well as non-fund-based facilities availed by the company from banks and financial institutions. The company endeavours to mitigate this risk by monitoring the interest rates offered by various banks and financial institutions and by considering the option to swap its long-term or short-term loans with the ones offering lower interest rates.

Liquidity Risk: Liquidity risk arises from the possibility that the company may be unable to meet short-term financial demands. This typically arises from the challenge of converting a security or hard asset to cash without incurring a loss of capital or income in the process. To manage liquidity risk, the company ensures the availability of sufficient funds at all times to meet its liability obligations on or before the due dates.

Raw Material Availability and Price Fluctuations: Occurrences of scarce availability and price volatility of company's basic raw materials, such as Copper, Aluminium, Steel, and PVC, can significantly impact company's profits. To mitigate these risks, the company endeavours to have diversification of suppliers, establishes Memorandums of Understanding (MOUs) with its suppliers, includes price escalation clauses for large orders, and employs hedging strategies for these raw materials on the commodity exchange.

Foreign Exchange Risk: Foreign exchange risk is a financial risk posed by an exposure to unanticipated changes in the exchange rate between two currencies. Company may import a part of its raw materials and is also engaged in export of its products. To mitigate this risk, the company resorts to forward booking wherever deemed appropriate.

Cybersecurity Threats' Risks: Cybersecurity threats includes risks of cyberattacks and data breaches. To mitigate this risk, the company implements robust cybersecurity measures, employee training, and data protection protocols.

Human Resource Risk: In the absence of quality human resources, the company may not be able to execute its growth plans. To mitigate this risk, the company places due importance to its human capital assets and invests in building and nurturing a strong talented pool to gain strategic edge and achieve operational excellence in all its goals.

FINANCIAL & OPERATIONAL PERFORMANCE

(INR in Lacs)

Particulars	FY'23	FY'22
Gross Sales	61697.47	51514.13
Net Income from Operations	52625.51	43799.24
Total Expenditure		
Consumption of Raw Material	42097.06	34324.73
Manufacturing Expenses	2519.35	2117.82
Staff Cost	2542.96	2226.31
Administrative & Other expenses	1512.60	1309.00
OPBITDA	3953.54	3821.38
Depreciation & Amortisation	768.91	733.08
OPBIT	3184.63	3088.30
Finance charges (Net)	2349.29	2351.63
OPBT	835.34	736.67
Non-Operating Income / Other Income	139.21	122.79
PBT	974.55	859.46
Current Year tax	306.17	261.76
Deferred tax (Assets)	(53.56)	(38.86)
Other Comprehensive Income (Loss)	(8.62)	(1.29)
PAT	713.32	635.27

During the year under review, Net Sales from Operations stood at ₹ 52,625.51 Lacs, as against ₹ 43,799.24 Lacs in FY'22. The Operational Profit, before making provision for Interest, Depreciation and Amortization, stood at ₹ 3,953.54 Lacs for FY'23 as against ₹ 3,821.38 Lacs in FY'22. Thereby, the total comprehensive income comprising profit / loss and other comprehensive income for the period is ₹ 713.32 lacs as against a PAT of ₹ 635.27 lacs earned in the previous year.

Your company in the last Financial Year obtained approval from prestigious domestic / global customers covering sectors like Hydrocarbon, Power, Fertilizers & Chemicals,

Cements, Metros, Water, Railways and infra projects and have obtained approvals from various customers like Ahmedabad Water supply, U.P. Jal Nigam, NCRTC Projects, SRF, Kutch Copper, Carbon Black, Adani Infra for Power, Control, Instrumentation and Communication cables. Besides, your Company has successfully obtained CE Marking Certification for our products and also obtained approval from Adnoc (UAE) for their products. Your Company has also executed large volume orders between ₹ 25 Cr. to ₹ 50 Cr. from prestigious customers like, L & T Hydrocarbon A/c IOCL Paradip, TPL A/c HRRL, Technimont, Ultratech Cement, Technip Paradeep, TPL-ONGC Kakinda, etc. Your Company's current focus is on increasing its business from various sectors including Pharma, Cement, Steel, Automobile industry apart from Hydrocarbons, Metros, Water Projects, Process Industry, Railways Signalling and Protection systems and infrastructure projects. Your Company also participated in various national and international electrical exhibitions including, ELECRAMA, ADIPEC – Abu Dhabi and Nigeria Oil & Gas – Abuja, Nigeria, etc.

SIGNIFICANT CHANGES IN FINANCIAL RATIOS

During the year, on a standalone basis, there was no significant change i.e., which are more than 25% as compared to the previous year, in the financial ratios compared to the previous year. However, there is a slight change in Return on Net Worth as compared to the previous year which is summarized below:

Particular	Consolidated		Change in (%)	Explanation (in case of significant change)
	FY 2022-23	FY 2021-22		
Operating Profit Margin (%)	6.05%	5.87%	3.07 %	N.A.
Net Profit Ratio (%)	1.36%	1.45%	(6.21) %	N.A.
Return on Net Worth (%)	4.58%	4.27%	7.26%	This ratio has improved due to an increase in operating revenue and corresponding absolute increase in Net Profit After Tax (PAT).

SEGMENTAL OVERVIEW

The company operates under a single product segment i.e., Cables. The company mainly focuses on specialized instrumentation cable and control cables which differentiates it from most other wire & cable players in the country.

INTERNAL CONTROL SYSTEM & THEIR ADEQUACY

The system of Internal Control provides for maintenance of proper accounting records, reliability of financial information and assures its operations are effective and efficient, and its activities comply with applicable laws and regulations. The internal audit is carried out by a team headed by Chartered Accountant and covers key areas of company's business.

INDUSTRIAL RELATIONS AND HUMAN CAPITAL

The Company strives to provide the best working environment with ample opportunities to grow and explore. The Company maintained healthy, cordial, and harmonious industrial relations at all levels throughout the year. Every initiative and policy of the Company takes care of welfare of all its employees. The human resource development function of the Company is guided by a strong set of values and policies. Also, during the year under review the number of permanent employees on the rolls of Company is no(s) 219.

FUTURE OUTLOOK

The vision of CORDS is to be recognized as a leading global player, providing products and services, offering comprehensive solutions to the electrical, data and signal connectivity requirements of businesses, institutions as well as household users. It focuses on capturing new markets by developing customers in new and existing territories, to provide new cables for special applications like solar, marine, low temperature cables, cables for automobiles etc.

Particular	Consolidated		Change in (%)	Explanation (in case of significant change)
	FY 2022-23	FY 2021-22		
Debtor Turnover (no. of times)	4.45	4.33	2.77	N.A.
Inventory Turnover (no. of times)	6.34	5.36	18.28	N.A.
Interest Coverage Ratio (no. of times)	1.41	1.36	3.68	N.A.
Current Ratio (no. of times)	1.60	1.54	3.90	N.A.
Debt Equity Ratio (no. of times)	0.12	0.11	9.09	N.A.

DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

accurate or will be materialized by the company. Actual results may vary from those expressed or implied, depending upon the economic conditions, Government policies and/or other related factors.

**By Order of Board
For Cords Cable Industries Limited**

CAUTIONARY STATEMENT

Statement made in this report in describing the company's objectives, estimates and expectations are "Forward looking Statement" within the meaning of applicable laws and regulations. They are based on certain assumptions and expectations of future events but the company, however, cannot guarantee that these assumptions are

Naveen Sawhney
Managing Director
DIN: 00893704

Sanjeev Kumar
Whole Time Director
DIN: 07178759

Place: New Delhi
Date: July 28, 2023

GUPTA GULSHAN & ASSOCIATES
Company Secretaries

202, Kumar House, Central Market,
Prashant Vihar, Delhi 110085
E-mail : gulshanguptacs@gmail.com
Phone : 011 47510390, 98105 10390

Annexure 8 to the Directors' Report

SECRETARIAL AUDIT REPORT

For the financial year ended **March 31, 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]

The Members

Cords Cable Industries Limited
CIN: L74999DL1991PLC046092

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Cords Cable Industries Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanation and clarification given to us and the representation made by the Management, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **March 31, 2023** generally 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2023** (hereinafter called 'the audit period') according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

(vi) The following laws applicable specifically to the company:

As per resolution passed by the directors of the company in the board meeting held on January 21, 2023 it was resolved that no law is specifically applicable to the company.

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

- (i) The Secretarial Standards (SS-1 and SS-2) issued by the Institute of Company Secretaries of India, regarding board and general meetings;
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned herein above, to the extent applicable to the Company.

We 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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period no material activity or event took place which requires reporting hereunder.

For Gupta Gulshan & Associates
Company Secretaries

Gulshan Kumar Gupta

Membership No. FCS: 5576

Certificate of Practice No. 3925

ICSI Unique Code: S2005DE081500

Peer Review Certificate No.: 1750/2022

UDIN: F005576E000625019

Place: Delhi
Date: July 17, 2023

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms and integral part of this report.

ANNEXURE –ASecretarial Audit Report For the financial year ended **March 31, 2023****The Members**CORDS CABLE INDUSTRIES LIMITED
CIN: L74999DL1991PLC046092

Our Secretarial Audit Report of even date is to be read along with this letter:

1. Secretarial Audit is primarily audit of compliance of various provisions of Companies Act, 2013 and other laws as mentioned in the audit report. Audit is conducted for transactions taking place during financial year **2022-23** and it should not be considered audit for any previous period. The compliance of the provisions of Companies Act, 2013 and other laws as mentioned in the report is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

The audit is performed considering the continuing relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic.

Further, it is not about audit of financials and accounting transactions of the Company. We have not verified the correctness and appropriateness of financial records, financial statements, books of accounts, other financials, compliances of income tax and other tax laws and in this regard, we relied upon the audit done by statutory auditor of the Company.

2. In terms of Secretarial Standard on Meeting of the Board of Directors issued by The Institute of Company Secretaries of India, the Company is required to pass resolution at the Board meeting specifying the list of laws applicable specifically to the company.

The list of laws specifically applicable to the Company as mentioned at Para (VI) of the report is based on the resolution passed by the Board on January 21, 2023.

3. Maintenance of secretarial record and its safe custody is the responsibility of the Company Secretary and other officers of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
4. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial record required to be maintained under the Companies Act, 2013. The verification was done on test basis to ensure that correct facts are reflected in such records in order to form a reasonable view and opinion.
5. In case compliances of various statutory provisions, we have also obtained management representation letter especially for transactions where it is not feasible as an auditor to form view and opinion regarding compliance of various provisions.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company. Any person entering into transactions with the company should separately verify about the affairs of the company before such transaction keeping in view the nature of such transaction to be entered into with the Company.

For Gupta Gulshan & Associates
Company Secretaries**Gulshan Kumar Gupta**

Membership No. FCS: 5576

Certificate of Practice No. 3925

ICSI Unique Code: S2005DE081500

Peer Review Certificate No.: 1750/2022

UDIN: F005576E000625019

Place: Delhi

Date: July 17, 2023

GUPTA GULSHAN & ASSOCIATES
Company Secretaries202, Kumar House, Central Market,
Prashant Vihar, Delhi 110085
E-mail : gulshanguptacs@gmail.com
Phone : 011 47510390, 98105 10390**Annexure 9 to the Directors' Report**Secretarial Compliance report of
Cords Cable Industries LimitedFor the year ended **31st March, 2023**Pursuant to Regulation 24A (2) of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Cords Cable Industries Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at 94, 1st Floor, Sambhu Dayal Bagh Marg, Near Okhla Industrial Area, Phase-III, Old Ishwar Nagar, New Delhi 110020. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on **March 31, 2023**, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined:

- a) all the documents and records made available to us and explanation provided by **Cords Cable Industries Limited** ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31st March, 2023** ("Review Period") in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions (to the extent applicable to the Company) and the circulars / guidelines issued thereunder, have been examined, include:

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder (to the extent applicable to the company);

and based on the above examination, we hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	Nil
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI. 	Yes	Nil
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website. • Timely dissemination of the documents / information under a separate section on the Website. • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website. 	Yes	Nil
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	Nil
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none"> a) Identification of material subsidiary companies. b) Disclosure requirement of material as well as other subsidiaries. 	N.A.	No material or other subsidiary
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	Nil
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	Nil
8.	Related Party Transactions: The listed entity has obtained prior approval Audit Committee for all related party transactions; or The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved / ratified / rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	Nil

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Nil
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Nil
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity / its promoters / directors / subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars / guidelines issued thereunder except as provided under separate paragraph herein (**).	Yes	Nil
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	Nil

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	i If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review / audit report for such quarter; or	N.A.	Nil
	ii If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review / audit report for such quarter as well as the next quarter; or	N.A.	Nil
	iii If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review / audit report for the last quarter of such financial year as well as the audit report for such financial year.	N.A.	Nil
2.	Other conditions relating to resignation of statutory auditor		
	i Reporting of concerns by Auditor with respect to the listed entity / its material subsidiary to the Audit Committee:		
	a) In case of any concern with the management of the listed entity / material subsidiary such as non-availability of information / non- cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.	N.A.	Nil

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
	b) In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.	N.A.	Nil
	c) The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.	N.A.	Nil
	ii Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity / its material subsidiary has not provided information as required by the auditor.	N.A.	Nil
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure - A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October 2019.	N.A.	Nil

- (a) The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of matters as specified in “**Annexure-1**”.
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports as specified in “**Annexure-2**”.

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For Gupta Gulshan & Associates
Company Secretaries

Gulshan Kumar Gupta

Membership No. FCS: 5576

Certificate of Practice No. 3925

ICSI Unique Code: S2005DE081500

Peer Review Certificate No.: 1750/2022

UDIN: F005576E000330879

Place: Delhi

Date: May 18, 2023

Annexure-1

The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ CircularNo.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
Nil										

Annexure-2

The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ CircularNo.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
Nil										

Annexure 10 to the Directors' Report
Annual Report on CSR Activities

1	Brief outline on CSR Policy of the Company				
	This Policy which has been amended to incorporate the provisions of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, aims to support various activities for betterment of the environment and living conditions of the population directly or through recognized agencies / funds. Such activities will cover one or more of the CSR activities laid down in Schedule VII of the Companies Act, 2013 as revised from time to time. The Company has framed a CSR Policy in compliance with the provisions of the Act, which is available on the Company's website and the web link for the same is provided in this report.				
2	Composition of CSR Committee				
	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committees held during the year	Number of meetings of CSR Committee attended during the year	
	Mr. Naveen Sawhney	Managing Director	02	02	
	Mr. Prem Kumar Vohra	Non-Executive, Independent Director	02	02	
	Mr. Parveen Kumar	Non-Executive, Independent Director	02	02	
	Mr. Rahul Mohnot	Non-Executive, Independent Director	02	02	
3	Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company			http://www.cordscable.com/cordscable/CSR_Policy.pdf	
4	Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):			Not Applicable	
5	Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any.				
	Financial Year	Amount available for set-off from preceding financial years	Amount required to be set-off for the financial year, if any		
		Nil	Nil		
6	Average net profit of the Company as per Section 135(5)			₹ 8,57,66,736/-	
7	a) Two percent of average net profit of the Company as per Section 135(5)			₹ 17,15,335/-	
	b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years			Nil	
	c) Amount required to be set off for the financial year, if any			Nil	
	d) Total CSR obligation for the financial year (7a+7b-7c)			₹ 17,15,335/-	
8	a) CSR amount spent or unspent for the financial year (₹)				
	Total Amount Spent for the Financial Year	Amount Unspent			
		Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)	
		Amount	Date of Transfer	Name of Fund	Amount
		Date of Transfer	Name of Fund	Amount	Date of Transfer
	₹ 20,02,740	Nil	—	Nil	—

	b) Details of CSR amount spent against ongoing projects for the financial year	Details as per annexed Table-A
	c) Details of CSR amount spent against other than ongoing projects for the financial year	Details as per annexed Table-B
	d) Amount spent in administrative Overheads	Nil
	e) Amount spent on Impact Assessment, if Applicable	Nil
	f) Total amount spent for the Financial Year(8b+8c+8d+8e)	₹ 20,02,740/-
	g) Excess amount for set off, if any	Nil
	i Two percent of average net profit of the company as per section 135(5)	₹ 17,15,335/-
	ii Total amount spent for the financial year	₹ 20,02,740/-
	iii Excess amount spent for the financial year [(ii)-(i)]	₹ 2,87,405/-
	iv Surplus arising out of the CSR Projects or programmes or activities of the previous financial years, if any	Nil
	v Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil
9	a) Details of Unspent CSR amount for the preceding three financial years	Nil
	b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s)	Nil
10	In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year	
	a) Date of creation or acquisition of the capital asset(s)	Not Applicable
	b) Amount of CSR spent for creation or acquisition of capital asset	Nil
	c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Nil
	d) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Nil
11	Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5)	Not Applicable as entire amount spent by the Company

Place: New Delhi
Date: July 28, 2023

Naveen Sawhney
Managing Director &
Chairman of the CSR Committee
DIN: 00893704

‘TABLE-A’
Details of CSR amount spent against ongoing projects for the financial year 2022-2023

1	2	3	4	5		6	7	8	9	10	11	
Sl. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration (in years)	Amount allocated for the project (₹)	Amount spent in the current financial year (₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹)	Mode of Implementation -Direct (Yes/No)	Mode of Implementation -Through Implementing Agency	
				State	District						Name	CSR Registration number
-	-	-	-	-	-	-	-	-	-	-	-	-

‘TABLE-B’
Details of CSR amount spent against other than ongoing projects for the financial year 2022-23

1	2	3	4	5		6	7	8	
Sl. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (₹)	Mode of Implementation -Direct (Yes/No)	Mode of Implementation -Through Implementing Agency	
				State	District			Name	CSR Registration
1	Artificial Limbs (Rotary Viklang Kendra)	Promoting health care	Yes	Delhi	New Delhi	1,00,000/-	No	Rotary Delhi Central Charitable Trust	CSR00013382
2	Richmond Global School Campus-Education Project	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects	Yes	Delhi	New Delhi	16,16,000/-	No	Mata Krishnawanti Memorial Educational Society (Regd.)	CSR00006897
3	Tree Plantation	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare,	Yes	Rajasthan	Bhiwadi	2,86,740/-	Yes	—	—

1	2	3	4	5		6	7	8	
Sl. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (₹)	Mode of Implementation -Direct (Yes/No)	Mode of Implementation -Through Implementing Agency	
				State	District			Name	CSR Registration
		agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga							

‘TABLE-C’

Details of CSR amount spent in FY 2022-2023 for on ongoing projects of proceeding financial year

1	2	3	4	5	6	7	8
Sl. No	Name of the Project	Financial year in which the project was commenced	Local area (Yes/No)	Project Duration (No. of years)	Total amount allocated for the project	Amount spent in project in reporting financial year	Status of project – Completed/ongoing
—	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Place: New Delhi
Date: July 28, 2023

Naveen Sawhney
Managing Director &
Chairman of the CSR Committee
DIN: 00893704

Annexure 11 to the Directors' Report**Conservation of Energy**

(i)	The step taken or impact on conservation of energy.	In view of the measures already taken in the previous years, no fresh measure were required to be taken during the year under review, however power consumption is continuously being monitored and controlled.
(ii)	The step taken by the Company for utilising alternate sources of energy.	All air conditioners, lights and computers are shut after office hours (except at the time of work commitments). There is an optimum ratio of glass windows to utilize natural daylight and proper insulation and valuation to balance temperature and reduce heat. Your company supports the green initiative taken by the Ministry of Corporate Affairs and urges its shareholders to accept electronic delivery of documents as prescribed by Law and provide valuable support to the company in conserving environment by reducing the impact of printing.
(iii)	The Capital Expenditure on Energy conservation equipment's.	Nil

**By Order of Board
For Cords Cable Industries Limited**

Place: New Delhi
Date: July 28, 2023

**Naveen Sawhney
Managing Director
DIN : 00893704**

**Sanjeev Kumar
Whole Time Director
DIN : 07178759**

Annexure 12 to the Directors' Report

Technology absorption

(i)	The efforts made towards technology absorption	Your company, with its long experience in the cable industry, has been a leader in cable technology. Innovation in process control, product development, cost reduction and quality improvements are made on continuous basis as per the requirements of domestic and international markets. The technology being used for the manufacture of cables is developed in-house and is at par with the industry norms.
(ii)	The benefits derived like product improvements, cost reduction, product development or import substitution	Upliftment of facilities, proper resource utilization, lesser scrap/wastage generation, better preventive maintenance, lesser break-down & enhancement of productivity & morale of work force, improved Plant Housekeeping & tidiness.
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year).	
(a)	The details of technology imported	The company has not imported any technology in the last five financial years.
(b)	The year of import	Not Applicable
(c)	Whether the technology been fully absorbed	Not Applicable
(d)	If not fully absorbed, areas where absorption has not taken place, and the reasons thereof and	Not Applicable
(e)	The expenditure incurred on Research and Development.	Not Applicable

**By Order of Board
For Cords Cable Industries Limited**

Place: New Delhi
Date: July 28, 2023

**Naveen Sawhney
Managing Director
DIN : 00893704**

**Sanjeev Kumar
Whole Time Director
DIN : 07178759**

Independent Auditors' Report

To the Members of
Cords Cable Industries Limited

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Cords Cable Industries Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2023, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

During our audit, we had not come across with any significant areas that require reporting under "Key Audit Matter" paragraph and hence we are not including the same in our audit report as per para (A59) of SA 701.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act,

2013 ("the Act") with respect to the preparation and presentation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Act read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules, 2016.

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

Auditors' Responsibility for the Standalone Financial Statements

Our responsibility is to express an opinion on these standalone 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 there under.

We conducted our audit of the Standalone financial statements 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 standalone Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 Standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the

Company's Board of Directors, as well as evaluating the overall presentation of the standalone financial statements.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "**Annexure I**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of changes in Equity dealt with by this Report are in agreement with the relevant books of account.

- (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules, 2016.
- (e) On the basis of the written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure II**" and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
 - ii. The Company did not have any long term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Alok Misra & Co.
Chartered Accountants
Firm's Registration No: 018734N

Place of Signature: New Delhi
Date: 20.05.2023

CA. Alok Misra
Partner
M.No: 500138

Annexure I to Independent Auditors' Report (Referred to in our report of even date)

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) The fixed assets have been physically verified by the management at the reasonable intervals, which in our opinion, is considered reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) In our opinion and according to information and explanations given to us and on the basis of an examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii. (a) The inventory includes finished goods, raw material and work in progress along with inventory of consumables and packing material. Physical verification of inventory has been conducted at reasonable intervals by the management and discrepancies noticed which were not material in nature have been properly dealt with in the books of accounts.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans, made any investments, provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.
- iv. According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits, in respect of which, directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act 2013 and rules framed there under, are not applicable on the company. No order had been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any other tribunal.
- vi. We have broadly reviewed the books of accounts maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of Cost Records under section 148 of the Act, and are of opinion that prima facie, the prescribed accounts and records have been made and maintained, however, we have not made the detailed examination of such cost records.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, duty of customs, duty of excise, cess, GST and other applicable material undisputed statutory dues have been deposited regularly during the year with the appropriate authorities and there are no arrears of outstanding statutory dues as at the last day of the financial year concerned i.e. 31st March, 2023, for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, GST or other applicable material statutory dues which have not been deposited as on March 31, 2023 on account of any dispute except the followings:-

Name of the Statute	Nature of dues	Amount INR in Lakhs	Period to which the amount relates	Forum where dispute is pending
Building and Other Construction Worker's Welfare CESS Act, 1996	Building and Other Construction Worker's Welfare CESS Rule, 1998 CESS Amount	16.04	2010-2011 & 2012-2013	Stay order granted by the HIGH COURT, Jaipur
	Add: Interest	29.42		
		45.46		
	Less: Already Deposit	16.04		
	Balance	29.42		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	9.33	2017-2018	Application filed for refund to Deputy Commissioner (GST), Bhiwadi.
	Less:- Already Deposit	0.93		
	Balance	8.40		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	36.65	2017-2018	Application filed for refund to Deputy Commissioner (GST), Bhiwadi.
	Less:- Already Deposit	3.66		
	Balance	32.99		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	1.76	2016-2017	Case Pending with Commissioner (Appeals) Jaipur
	Less:- Already Deposit	0.13		
	Balance	1.63		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	2.35	2015-2016 to 2017-2018	Case Pending with Commissioner (Appeals) Jaipur
	Less:- Already Deposit	0.97		
	Balance	1.38		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	6.12	2007-2008	Case Pending with Commissioner (Appeals) Jaipur
	Less:- Already Deposit	0.46		
	Balance	5.66		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	13.09	2007-2008 & 2008-2009	Case Pending with Commissioner (Appeals) Jaipur
	Less:- Already Deposit	0.98		
	Balance	12.11		

Name of the Statute	Nature of dues	Amount INR in Lakhs	Period to which the amount relates	Forum where dispute is pending
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	58.08	2017-2018	Case Pending with Commissioner (Appeal) Jaipur
	Add:- Interest	36.48	&	
	Add:-Penalty	58.08	2018-2019	
	Total	152.64		
	Less:- Already Deposit	58.08		
	Balance	94.56		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	104.19	2018-2019	Case Pending with Commissioner (Appeal) Jaipur
	Add:- Interest	56.73		
	Add:- Penalty	15.63		
	Total	176.55		
	Less:- Already Deposit	176.55		
	Balance	NIL		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	72.85	2017-2018	Case Pending with Commissioner (Appeal) Jaipur
	Penalty	72.85	2018-2019	
	Total	145.70	2019-2020	
	Less:- Already Deposited	7.29		
	Balance	138.41		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	0.40	2019-2020	Case Pending with Commissioner (Appeal) Jaipur
	Penalty	0.40		
	Total	0.80		
	Less: Already Deposited	0.04		
	Balance	0.76		
Income Tax Act 1961.	Income Tax			
	Tax	58.08	AY 2018-2019	Appeal to the Commissioner of Income Tax (Appeal)
	Add: Interest	81.53		
	Total	139.61		
Income Tax Act 1961.	Income Tax			
	Tax	52.38	AY 2022-2023	Rectification Application filed with AO u/s 154

- viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.
- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to banks, financial institutions and debenture holders as at the Balance Sheet date.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the term loans were generally applied for the purpose for which those are raised.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds have been raised on short-term basis by the Company. Accordingly, clause 3(ix)(d) of the Order is not applicable.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- xi. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government
- (c) According to the information and explanations given to us, the company has not received any whistle blower complaints.
- xii. According to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with Section 177 and 188 of Act, where applicable and the details of related party transactions have been disclosed in the Standalone Ind AS Financial Statements as required by the applicable accounting standards.
- xiv. (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- xvii. The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- xxi. In our opinion and according to the information and explanations given to us, there is no group companies. Accordingly, clause 3(xxi) of the Order is not applicable.

For Alok Misra & Co.
Chartered Accountants
Firm's Registration No: 018734N

CA. Alok Misra
Partner
M.No: 500138

Place of Signature: New Delhi
Date: 20.05.2023

Annexure II to Independent Auditors' Report- 31 March 2023 (Referred to in our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Cords Cable Industries Limited as at 31st March, 2023 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain

reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that:

- (a) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and

expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

- (c) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting but requires more strengthening and such internal financial controls over financial reporting were operating effectively during the period ended 31st March 2023, based on the internal control over financial reporting criteria established by the Company consisting the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Alok Misra & Co.

Chartered Accountants

Firm's Registration No: 018734N

CA. Alok Misra

Partner

M.No: 500138

Place of Signature: New Delhi

Date: 20.05.2023

BALANCE SHEET AS AT 31ST MARCH, 2023

(Amount INR in Lakhs)

Particulars	Note No.	As at 31 st March, 2023	As at 31 st March, 2022
I ASSETS			
1 Non-Current Assets			
(a) Property, Plant and Equipment	1	6,264.01	6,477.57
(b) Capital Work-in Progress	2	649.59	556.91
(c) Right to Use Assets	3	2,427.15	2,487.55
(d) Financial Assets			
(i) Security Deposits	4	124.37	124.37
Total Non-Current Assets		9,465.12	9,646.40
2 Current Assets			
(a) Inventories	5	6,330.03	6,958.18
(b) Financial Assets			
(i) Investment	6	37.89	49.89
(ii) Trade Receivables	7	14,870.09	12,856.88
(iii) Cash and Cash Equivalent	8	16.88	367.61
(iv) Bank Balance Other Than (iii) Above	9	1,978.96	1,841.93
(c) Other Current Assets	10	962.78	654.15
Total Current Assets		24,196.63	22,728.64
Total Assets		33,661.75	32,375.04
II EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share Capital	11	1,292.78	1,292.78
(b) Other Equity	12	14,627.88	13,914.56
Total Equity		15,920.66	15,207.34
2 Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	1,958.90	1,629.11
(ii) Lease Liabilities	14A	36.45	66.58
(b) Provisions	15	191.00	169.72
(c) Deferred Tax Liability (Net)	16	454.61	511.08
(d) Other Non-Current Liabilities	17	3.89	3.15
Total Non-Current Liabilities		2,644.85	2,379.64
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	5,576.40	6,775.85
(ii) Lease Liabilities	14B	30.13	27.91
(iii) Trade Payables	19		
(A) Total outstanding dues of Micro Enterprises & Small Enterprises		17.50	39.23
(B) Total outstanding dues of Creditors other than Micro, Small and Medium Enterprises		8,112.85	6,696.46
(iv) Others Financial Liabilities	20	836.00	871.02
(b) Provisions	21	62.55	20.22
(c) Other Current Liabilities	22	460.81	357.37
Total Current Liabilities		15,096.24	14,788.06
Total Equity and Liabilities		33,661.75	32,375.04

 Significant Accounting Policies
 Notes on Financial Statements

1 to 32

As per our Report of even date

Alok Misra & Co
 Chartered Accountants
 (FRN.:018734N)

Alok Misra
 Partner
 M.No.:500138

 Place :New Delhi
 Dated:20.05.2023

For and on behalf of the BOARD OF DIRECTORS
Naveen Sawhney
 Managing Director
 DIN: 00893704

Sandeep Kumar
 CFO
 M.No.:093357

Sanjeev Kumar
 Whole Time Director
 DIN: 07178759

Garima Pant
 Company Secretary
 M.No.:ACS 28170

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

(Amount INR in Lakhs)

Particulars	Note No.	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Income from Operations			
I Revenue from Operations	23	52,625.51	43,799.24
II Other Income	24	139.21	122.79
III Total Revenue		52,764.72	43,922.03
IV EXPENSES			
Cost of Material Consumed	25	40,677.13	35,173.95
Purchase of Stock-in-Trade		-	-
Changes in inventories of Finished goods, Work-in-progress and Stock-in-Trade	26	1,419.93	(849.22)
Employee Benefits Expenses	27	2,542.96	2,226.31
Finance Costs	28	2,349.29	2,351.63
Depreciation and Amortization expense	1	768.91	733.08
Other Expenses	29	4,031.95	3,426.82
Total Expenses(IV)		51,790.17	43,062.57
V Profit before exceptional and extraordinary items and tax(III-IV)		974.55	859.46
VI Exceptional items		-	-
VII Profit before Tax (V-VI)		974.55	859.46
VIII Tax Expense:			
(1) Current Tax(including earlier year tax)		306.17	261.76
(2) Deferred Tax Liability/(Assets)		(53.56)	(38.86)
Total Tax Expense		252.61	222.90
IX Profit for the period from continuing operations(VII-VIII)		721.94	636.56
X Profit/(loss) from discontinuing operations		-	-
XI Tax expense of discontinuing operations		-	-
XII Profit/(loss) from discontinuing operations (After Tax) (X-XI)		-	-
XIII Profit/(loss) for the year (IX+XII)		721.94	636.56
XIV Other comprehensive income			
A. (i) Item that will not be reclassified to profit or loss Remeasurement of Gratuity Fund/Defined benefit liabilities		(11.52)	(1.72)
(ii) Income tax relating to Item that will not be reclassified to profit or loss Deferred tax Assest/(Liability) on above Net balance of Actuarial Gain/ (Loss) transfer to Other Comprehensive Income		2.90 (8.62)	0.43 (1.29)
B. (i) Item that will be reclassified to profit or loss		-	-
(ii) Income tax relating to Item that will be reclassified to profit or loss		-	-
XV Total Comprehensive Income for the period (XIII+XIV) comprising Profit / (Loss) and other comprehensive income for the period		713.32	635.27
XVI Earnings per Equity share of face value of Rs. 10/- each			
a) Basic		5.52	4.91
b) Diluted		5.52	4.91
Significant Accounting Policies Notes on Financial Statements	1 to 32		

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place :New Delhi
Dated:20.05.2023

For and on behalf of the BOARD OF DIRECTORS

Naveen Sawhney
Managing Director
DIN: 00893704

Sandeep Kumar
CFO
M.No:093357

Sanjeev Kumar
Whole Time Director
DIN: 07178759

Garima Pant
Company Secretary
M.No:ACS 28170

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023

(Amount INR in Lakhs)

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax	974.55	859.46
Adjustments for:		
Depreciation and amortisation of non-current assets	768.91	733.08
(Gain)/Loss on disposal of property, plant and equipment	-	2.55
Finance cost recognised in Profit & Loss	2,349.29	2,351.63
Remeasurement gain/(loss) on Defined benefit liabilities	(11.52)	(1.72)
Remeasurement of Investment (gain)/ Loss	0.94	(10.81)
Investment income recognised in profit & Loss	(117.22)	(77.55)
Bad Debts	30.60	13.92
Operating profit before working capital changes	3995.55	3870.56
Adjustments for:		
(Increase)/decrease in inventories	628.15	(1102.94)
(Increase)/decrease in trade and other receivables	(2043.81)	(1970.88)
(Increase)/decrease in Loans & Advances/Other Current Assets	(308.65)	703.19
Increase/(decrease) in Trade/Other payables	1,503.58	1757.67
Cash generation from operating activities	3774.82	3257.60
Less: Direct taxes Paid	275.21	264.79
Net cash generation from operating activities	3499.61	2992.81
B CASH FLOW FROM INVESTING ACTIVITIES		
Payments for property, plant and equipment	(587.63)	(988.16)
Proceeds from disposal of property, plant and equipment	-	0.89
Proceeds / Payments to acquire financial assets (Fixed Deposit)	(137.03)	(73.14)
Interests received (on Fixed Deposits)	117.22	77.55
Payments / Proceeds on sale of financial assets	11.07	1.16
Net cash used in investing activities	(596.37)	(981.70)
C CASH FLOW FROM FINANCING ACTIVITIES		
Borrowings (Net)	(916.86)	655.05
Interest & Finance Charges paid	(2337.11)	(2364.67)
Net cash from/(used) in financing activities	(3253.97)	(1709.62)
INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT(A+B+C)	(350.73)	301.49
Cash and cash equivalents at the beginning	367.61	66.12
Cash and cash equivalent at the close	16.88	367.61

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place :New Delhi
Dated:20.05.2023

For and on behalf of the BOARD OF DIRECTORS

Naveen Sawhney
Managing Director
DIN: 00893704

Sandeep Kumar
CFO
M.No.:093357

Sanjeev Kumar
Whole Time Director
DIN: 07178759

Garima Pant
Company Secretary
M.No.:ACS 28170

Statement of changes in equity
A. Equity Share Capital
(Amount INR in Lakhs)

Particulars	Balance as at 1 st April 2021	Changes in equity share capital during the year	Balance as at 31 st March 2022
Authorised Share Capital 1,35,00,000 Equity Shares of Rs 10/-each	1350.00	-	1350.00
Issued Share Capital 1,29,27,780 Equity Shares of Rs 10/-each	1292.78	-	1292.78

Particulars	Balance as at 1 st April 2022	Changes in equity share capital during the year	Balance as at 31 st March 2023
Authorised Share Capital 1,35,00,000 Equity Shares of Rs 10/-each	1,350.00	-	1,350.00
Issued Share Capital 1,29,27,780 Equity Shares of Rs 10/-each	1,292.78	-	1,292.78

B. Other Equity
(Amount INR in Lakhs)

Particulars	Reserves and Surplus					Actuarial Gain/(Loss)	Total
	Capital Reserve	Securities Premium Reserve	General Reserves	Capital Redemption Reserve	Retained Earnings		
Balance at the 1st April 2022	-	5,024.36	90.87	320.00	8,494.98	(15.65)	13,914.56
Total Comprehensive Income for the year	-	-	-	-	721.94	(8.62)	713.32
Balance at the end of 31st March 2023	-	5,024.36	90.87	320.00	9,216.92	(24.27)	14,627.88

Notes on the Financial Statements For the Year ended 31st March, 2023
1. PROPERTY, PLANT AND EQUIPMENT

(Amount INR in Lakhs)

Description	Gross Block			Depreciation / Amortisation			Net Block			
	As at 01.04.2022	Additions	Deduction/ Adjustments	As at 31.03.2023	As at 01.04.2022	For The Period	Deduction/ Adjustments	Upto 31.03.2023	As at 31.03.2023	As at 31.03.2022
TANGIBLE ASSETS:										
Building	4,021.23	30.53	-	4,051.76	1,518.70	125.97	-	1,644.67	2,407.09	2,502.53
Plant & Machinery	8,607.89	315.26	-	8,923.15	5,427.42	489.35	-	5,916.77	3,006.38	3,180.47
Tools & Instrument	837.67	6.68	-	844.35	189.89	50.89	-	240.78	603.57	647.78
Generator	174.15	-	-	174.15	141.09	8.23	-	149.32	24.83	33.06
Office Equipment	76.38	5.19	-	81.57	45.52	2.47	-	47.99	33.58	30.87
Computer	267.05	10.53	-	277.58	224.75	11.84	-	236.59	40.99	42.30
Furniture & Fixture	109.54	5.61	-	115.15	100.41	1.44	-	101.85	13.30	9.13
Vehicle	120.12	121.15	-	241.27	88.68	18.32	-	107.00	134.27	31.44
Total	14,214.04	494.95	-	14,708.98	7,736.46	708.51	-	8,444.97	6,264.01	6,477.57
2. CAPITAL WORK-IN-PROGRESS										
	556.91	92.68	-	649.59	-	-	-	-	649.59	556.91
Total	556.91	92.68	-	649.59	-	-	-	-	649.59	556.91
3. RIGHT TO USE ASSETS										
Land(Lease Hold)	2,750.08	-	-	2,750.08	364.06	27.78	-	391.84	2,358.24	2,386.03
Machinery	130.50	-	-	130.50	28.98	32.62	-	61.60	68.91	101.52
Total	2,880.58	-	-	2,880.58	393.04	60.40	-	453.44	2,427.15	2,487.55
Grand Total	17,651.53	587.63	-	18,239.16	8,129.50	768.91	-	8,898.41	9,340.75	9,522.03
Previous Year	16,682.48	988.16	19.14	17,651.53	7,412.11	733.08	15.70	8,129.49	9,522.03	9,270.38

Notes on the Financial Statements For the Year Ended 31st March,2023

(Amount INR in Lakhs)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
2. CAPITAL WORK IN PROGRESS		
Asset at the beginning of the year	556.91	-
Add:Additions during the year	92.68	556.91
Less:Transfer during the year	-	-
Asset at the end of the year	<u><u>649.59</u></u>	<u><u>556.91</u></u>
3. RIGHT TO USE ASSET		
Leasehold Land & Machinerics	2,427.15	2,487.55
TOTAL	<u><u>2,427.15</u></u>	<u><u>2,487.55</u></u>
Leasehold Land was taken at 99 years lease on lumpsum payment of Rs. 2750.08 Lakhs(including taxes & other charges). In past years, leasehold land was recognised at historical cost and was shown under the heading "Property, Plant & Equipment" but from Financial Year 2019-20 onwards, leasehold land is shown under separate heading as "Right of use assets" amortised on straight line basis over the life of lease agreement.		
Carrying amount of Right to use Asset at the beginning of the year	2487.55	2461.85
Add: Carrying amount of addition during the year	-	77.00
Less: Amount amortised on straight line method during the year	60.40	51.30
Carrying amount of Right to use asset at the end of the year	<u><u>2427.15</u></u>	<u><u>2487.55</u></u>
4. SECURITY DEPOSIT		
(Unsecured and considered good)		
Security Deposits	124.37	124.37
TOTAL	<u><u>124.37</u></u>	<u><u>124.37</u></u>
Security Deposits have been recognised at cost and are not accounted for present value as the period of contract is not certain.		
5. INVENTORIES		
Raw Material (including in-Transit)	2,671.37	1,795.20
Work-in- Progress	2,260.78	2,209.62
Finished Goods	1,116.84	2,510.76
Packing Material,Store and Spares & Scrap	281.04	442.61
TOTAL	<u><u>6,330.03</u></u>	<u><u>6,958.18</u></u>
6. INVESTMENTS		
Investments in Mutual Funds	17.42	17.82
Investments in Units of Life Insurance Policy Scheme	20.47	26.93
Others	-	5.14
TOTAL	<u><u>37.89</u></u>	<u><u>49.89</u></u>
7. TRADE RECEIVABLES		
(Unsecured and considered good)		
Trade Receivables	14,870.09	12,856.88
TOTAL	<u><u>14,870.09</u></u>	<u><u>12,856.88</u></u>
Trade Receivables are net of factoring liability as on 31.03.2023 as there is contractual obligation on debtors to pay directly to factoring agency.		
During the year, company has assessed that all debtors are recoverable and there is no need for creating expected credit loss provision according to simplified approach as mentioned Ind AS 109.		

(Amount INR in Lakhs)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
8. CASH AND CASH EQUIVALENTS		
Balance with Banks	14.33	358.78
Cash on Hand	2.55	8.83
TOTAL	16.88	367.61
9. BANK BALANCE OTHER THAN (iii) ABOVE		
Fixed Deposit with Banks(includes accrued interest thereon) (Kept as Margin Money against Non Fund Based Limits)	1,978.96	1,841.93
TOTAL	1,978.96	1,841.93
10. OTHER CURRENT ASSETS		
(Unsecured and considered good)		
Advance to Suppliers & Others	493.51	53.16
Balance with Government Authorities *	373.48	471.03
Benefits Receivable	95.79	129.96
TOTAL	962.78	654.15
* Includes Rs 234.64 Lakhs deposited with GST Department under protest for ITC disallowed by Department for the financial year 2017-2018 & 2018-2019 and same has been taken up at appropriate authority & at appropriate forum for recovery.		
11. SHARE CAPITAL		
Authorised Share Capital:		
1,35,00,000 Equity Shares of Rs 10/-each (PY:1,35,00,000 Equity Shares of Rs 10/-each)	1,350.00	1,350.00
3,60,000 Preference Shares of Rs 100/-each (PY:3,60,000 10% Preference Shares of Rs 100/-each)	360.00	360.00
	1,710.00	1,710.00
Issued, Subscribed and Paid up:		
1,29,27,780 Equity Shares of Rs.10/- each fully paid up (PY:1,29,27,780 Equity Shares of Rs.10/- each fully paid up)	1,292.78	1,292.78
TOTAL	1,292.78	1,292.78

11.1. Terms/rights attached to Equity Shares

The company has only one class of equity shares having a face value of Rs.10/- (Rupees Ten) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to received 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. In the event of distributing dividends by the company and winding up, the preference shareholders will be preferred over the equity shareholders. They do not have any voting rights except for in the conditions mentioned in the Companies Act, 2013.

11.2. Terms/rights attached to Preference Shares

During the year 2016-17, the Company has issued and allotted 1,60,000 Cumulative Redeemable Non Convertible Preference Shares of face value Rs.100/- each fully paid to Promoter and redeemable at par within a period not exceeding 5(five) years . The allotment was completed in 4 trances details as dated 09.11.2016 no of shares 35000 @ Rs 100/-, dated 21.11.2016 no of shares 39000 @ Rs 100/-, dated 31.01.2017 no of shares 6000 @ Rs 100/-, dated 09.02.2017 no of shares 80000 @ Rs 100/-. These Shares carry Dividend rate @10% (Ten Percent) Per Annum and voting rights of these shares are limited to matters which directly affect the rights of Preference Shareholders. However the company, reserve the right to recall the shares at any time within a period not exceeding 5 years from the date of allotment as per the provisions of Companies Act,2013. These shares are not listed on any stock exchange.

11.3. Authorised Share Capital

During the year March 31,2012, the authorised share capital has been increased from Rs. 12,00,00,000 (Rupees Twelve Crores) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each to Rs.14,00,00,000 (Rupees Fourteen Crores) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each and 2,00,000 (Two Lakh) Preference Shares of Rs. 100 (Rupees Hundred) each at the Annual General Meeting of the Company held on September 26, 2011. During the year March 31,2013 the authorised share capital has been increased from Rs.14,00,00,000 (Rupees Fourteen Crores) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each and 2,00,000 (Two Lakh) Preference Shares of Rs. 100 (Rupees Hundred) each to Rs.15,60,00,000 (Rupees Fifteen Crores Sixty Lakhs) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each and 3,60,000 (Three Lakh Sixty Thousand) Preference Shares of Rs. 100 (Rupees Hundred) each in the Annual General Meeting of the Company held on September 26, 2012. During the year March 31,2016, the authorised share capital has been increased from Rs. 15,60,00,000 (Rupees Fifteen Crores Sixty Lacs only) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity Shares of Rs.10 (Rupee Ten) each amounting to Rs.12,00,00,000 (Rupees Twelve Crores) and 3,60,000(Three Lac Sixty Thousand) Preference Shares of Rs. 100 (Rupees Hundred) each amounting to Rs. 3,60,00,000(Rupees Three Crore Sixty Lacs only) to Rs.17,10,00,000(Rupees Seventeen Crore Ten Lacs only) divided into 1,35,00,000(One Crore Thirty Five Lacs) Equity Shares of Rs 10 (Rupee Ten) each amounting to Rs. 13,50,00,000(Rupees Thirteen Crore Fifty Lacs only) and 3,60,000(Three Lacs Sixty Thousand) Preference Shares of Rs. 100 (Rupees Hundred) each amounting to Rs.3,60,00,000(Rupees Three Crore Sixty Lacs only) in the Extra Ordinary General Meeting of the Company held on January 29,2016.

11.4. The Reconciliation of number of shares and amount outstanding at the beginning and at the end of the year :

Equity Shares	As at 31st March, 2023		As at 31st March, 2022	
Particulars	No. of Shares	Amount (in Lakhs)	No. of Shares	Amount (in Lakhs)
Equity Shares at the beginning of the year	1,29,27,780	1,292.78	1,29,27,780	1,292.78
Add: Equity Shares issued during the year	-	-	-	-
Equity Shares at the end of the year	1,29,27,780	1,292.78	1,29,27,780	1,292.78

Preference Shares	As at 31st March, 2023		As at 31st March, 2022	
Particulars	No. of Shares	Amount (in Lakhs)	No. of Shares	Amount (in Lakhs)
Preference Shares at the beginning of the year	-	-	160000	160.00
Less: Preference Shares redeemed during the year	-	-	160000	160.00
	-	-	-	-
Add: Preference Shares issued during the year	-	-	-	-
Preference Shares at the end of the year	-	-	-	-

11.5. The Details of shareholders holding more than 5% shares :

Equity Shares	As at 31st March, 2023		As at 31st March, 2022	
Name of Shareholder	No. of Shares	% Held	No. of Shares	% Held
Naveen Sawhney	60,94,931	47.15	60,94,931	47.15

(Amount INR in Lakhs)

Particulars	As at		As at	
	31 st March, 2023		31 st March, 2022	
12. OTHER EQUITY				
Securities Premium Reserve		5,024.36		5,024.36
General Reserve		90.87		90.87
Capital Redemption Reserve		320.00		320.00
Surplus				
As per last Balance Sheet	8,494.98		8,018.42	
Less: Transferred to Capital Redemption Reserve	-		160.00	
Add: Profit for the year	721.94	9,216.92	636.56	8,494.98
Other Comprehensive income				
Opening balance	(15.65)		(14.36)	
Remeasurement of Gratuity Fund	(8.62)	(24.27)	(1.29)	(15.65)
TOTAL		14,627.88		13,914.56
13. LONG TERM BORROWINGS				
Secured				
In Rupee Term loans				
from Banks	361.58		343.49	
from Others	2,051.04		1,881.09	
Vehicle loans				
from Banks	126.97		32.41	
	2,539.59		2,256.98	
Less : Current Maturities of long term borrowings	740.69	1,798.90	787.88	1,469.11
Loan From Directors		160.00		160.00
Total		1,958.90		1,629.11
13.1. Term Loans from Banks and others referred above are secured by way of first & Second charge on entire movabale fixed assets and equitable mortgage Factory Land and Building and Plant & Machinery and other fixed assets .				
13.2. Vehicle loans are secured by way of hypothecation of vehicles.				
14. LEASE LIABILITIES				
14A.LEASE LIABILITIES-Non Current				
Lease Liability		36.45		66.58
Total		36.45		66.58
14B.LEASE LIABILITIES-Current				
Lease Liability		30.13		27.91
Total		30.13		27.91
15. LONG TERM PROVISIONS				
Provision for Employee Benefits (Refer note -32 B)		191.00		169.72
TOTAL		191.00		169.72
15.1. Provision for Employees Benefits include Provision for Gratuity & Provision for Leave Encashment.				

(Amount INR in Lakhs)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
16. DEFERRED TAX LIABILITY (NET)		
Deferred Tax Liability		
Temporary difference on Fixed Assets as per books and Tax base	523.47	567.49
Temporary difference on provision of Employee Benefits	(65.96)	(55.98)
Temporary difference on OCI	(2.90)	(0.43)
TOTAL	454.61	511.08
17. OTHER LONG-TERM LIABILITIES		
Security Deposit	3.89	3.15
TOTAL	3.89	3.15
Amount kept as Security against Cars given to employees to be adjusted from the value of car at the option of employees.		
18. SHORT TERM BORROWINGS		
Secured		
Working Capital loans		
From Banks		
In Rupee loans	2,082.83	3,275.85
From Others		
In Rupee loans	3,493.57	3,500.00
TOTAL	5,576.40	6,775.85
17.1. Working Capital loans along with non-fund based facilities from Banks & other Financial Institutions are secured by way of hypothecation of present and future stock of raw materials, work-in-process, finished goods, book debts as first charge which ranks Pari-passu amongst Banker & Financial Institutions and by way of First and Second charge on the immovable and movable assets of the company by respective Banks & Financial Institutions.		
19. TRADE PAYABLES		
Due to Micro, Small and Medium Enterprise	17.50	39.23
Others	8,112.85	6,696.46
TOTAL	8,130.35	6,735.69
The Total dues of Micro, Small and Medium Enterprises which were outstanding for more than stipulated period are Rs NIL (Previous year Rs NIL)		
20. OTHER FINANCIAL LIABILITIES		
Current maturities of long term debts (Refer note -13)	740.69	787.88
Interest accrued but not due on borrowings	76.52	61.40
Interest accrued and due on borrowings	18.79	21.74
TOTAL	836.00	871.02
21. SHORT-TERM PROVISIONS		
Provisions for Employee Benefits (Refer note -32 B)	20.43	9.06
Provision for Taxation (net of advance tax)	42.12	11.16
TOTAL	62.55	20.22

21.1. Provision for Employees Benefits include provision for Gratuity & Provision for Leave Encashment.

(Amount INR in Lakhs)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
22. OTHER CURRENT LIABILITIES		
Advance from customers	94.38	72.99
Other Payables	366.43	284.38
TOTAL	460.81	357.37

Includes Statutory dues payables, Salary and wages payable and other expenses payable

(Amount INR in Lakhs)

Particulars	Year ended 31 st March, 2023	Year ended 31 st March, 2022
23. REVENUE FROM OPERATIONS		
Sales (Gross)	61,697.47	51,454.03
Other Operating Revenues	-	60.10
Less:GST	9,071.96	7,714.89
TOTAL	52,625.51	43,799.24
24. OTHER INCOME		
Interest Income	117.22	77.55
Other Non-Operating revenues	21.99	17.92
Remeasurement of Investment	-	10.82
Net Gain on Foreign Currency transaction or translation.	-	16.51
TOTAL	139.21	122.79
25. COST OF MATERIAL CONSUMED		
Opening Raw Material	1,795.20	1,491.80
Add: Purchases	41,553.30	35,477.35
Less: Closing Raw Material	2,671.37	1,795.20
TOTAL	40,677.13	35,173.95
26. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN PROCESS AND STOCK-IN-TRADE		
Opening		
Finished Goods	2,510.76	1,832.28
Work In Process	2,209.62	2,118.04
Scrap	163.00	83.84
	4,883.38	4,034.16
Less: Closing		
Finished Goods	1,116.84	2,510.76
Work In Process	2,260.78	2,209.62
Scrap	85.83	163.00
	3,463.45	4,883.38
(Increase)\Decrease In Stock	1,419.93	(849.22)
TOTAL	1,419.93	(849.22)

(Amount INR in Lakhs)

Particulars	Year ended 31 st March, 2023	Year ended 31 st March, 2022
27. EMPLOYEE BENEFITS		
Salaries, Wages & Allowances	2,233.32	1,968.31
Director Remuneration	170.82	128.41
Contribution to ESI & PF	49.45	46.92
Leave Encashment	7.90	6.76
Gratuity	28.57	24.03
Staff Welfare & Other Benefits	52.90	51.88
TOTAL	2,542.96	2,226.31
28. FINANCE COSTS		
Interest To Bank		
On Term Loan	10.60	4.31
On Other Borrowings	1,395.36	1,168.94
Interest to Others	620.29	759.27
Preference Dividend	11.65	16.00
Others	311.38	403.11
TOTAL	2,349.29	2,351.63
29. OTHER EXPENSES		
Consumable Expenses	228.34	226.38
Electricity Expenses	542.68	520.16
Power & Fuel	103.37	147.57
Job Work	277.76	206.30
Packing Material Consumed	1116.73	827.45
Freight & Cartage Inward	32.23	13.81
Repair & Maintenance(Machine)	201.42	167.00
Testing, Inspection & Calibration Expenses	16.83	9.15
Auditor's Remuneration	11.00	11.00
Legal & Professional charges	117.47	66.64
Printing & Stationery	14.31	10.43
Rent	78.91	73.62
Electricity / Fuel Expenses	13.75	11.36
Advertisement, Publicity & Exhibition Expenses	25.06	6.99
Freight & Cartage Outward	779.82	725.76
Commission	20.80	30.09
Travelling & Conveyance	58.31	33.93
Repair & Maintenance		
- Building	11.89	3.02
- Others	141.07	125.70
Communicatoin Expenses	15.84	16.55
Insurance	40.19	27.59
Vehicle Running & Maintenance	22.58	15.80
Loss on Sale of Fixed Assets	-	2.55
Loss on Foreign Exchange fluctuation(Net)	8.01	-
Sitting Fees	3.60	1.95
Corporate Social Responsibility Expenditure	20.03	19.02
Bad Debts	30.60	13.92
Miscellaneous Expenses	99.35	113.08
TOTAL	4,031.95	3,426.82

Note 30: Significant accounting policies:

This note provides a list of the significant accounting policies adopted in preparation of these financial statements. These policies have been consistently applied to all the years presented unless otherwise stated.

The financial statements were approved for issue by Board of Directors on 20th May 2023.

a) Basis of preparation:**i. Compliance with Ind AS :**

These financial statements for the year ending 31st March, 2023 comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with rule 4 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the act.

ii. Historical cost convention:

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

- Certain financial assets and liabilities and contingent consideration that are measured at fair value.
- Defined benefit obligations which are measured at fair value based on actuarial valuation.

b) Foreign currency transactions:**i. Functional and presentation currencies:**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in **INR** which is the functional and presentation currency for Cords Cable Industries Limited.

ii. Transactions and Balances:

Foreign currency transactions are translated into the functional currency at the exchange rates on the date of transaction. Foreign exchange gains and losses resulting from settlement of such transactions and from translation of monetary assets and liabilities at the year-end exchange rates are generally recognized in the profit and loss. They are deferred in equity if they relate to qualifying cash flow hedges.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the "Statement of Profit and Loss".

c) Revenue recognition:

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue is net of GST and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties.

The company recognizes revenue when the amount can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement

i. Sale of goods:

Timing of recognition: Sale of goods is recognized when substantial risks and rewards of ownership are passed to the customers, depending on individual terms, and are stated net of trade discounts, rebates, incentives, subsidy and GST.

Measurement of revenue: Accumulated experience is used to estimate and provide for discounts, rebates, incentives and subsidies. No element of financing is deemed present as the sales are made with credit terms, which is consistent with market practice.

d) Income recognition:

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

- ii. Dividends are recognized in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably.
- iii. Revenue from royalty income is recognized on accrual basis.

e) Government Grants:

Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the company will comply with all attached conditions.

Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and reduce from corresponding cost.

Income from export incentives such as premium on sale of import licenses, duty drawback etc. are recognized on accrual basis to the extent the ultimate realization is reasonably certain.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other operating income.

f) Income Tax:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions which appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the Balance Sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset will be realized or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Minimum Alternative Tax (MAT) credit, which is equal to the excess of MAT (calculated in accordance with provisions of Section 115JB of the Income Tax Act, 1961) over normal income-tax is recognized as an item in deferred tax asset by crediting the Statement of Profit and Loss only when and to the extent there is convincing evidence that the Company will be able to avail the said credit against normal tax payable during the period of fifteen succeeding assessment years.

g) Property, plant and equipment:

All items of property, plant and equipment are stated at historical cost, less accumulated depreciation/amortization and impairments, if any. Historical cost includes taxes, duties, freight and other incidental expenses related to acquisition and installation. Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the management and are directly attributable to bringing the asset to its position, are also capitalized.

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

Depreciation on Property, Plant and Equipment is charged on straight line method on the basis of rates arrived at with reference to the useful life of the assets prescribed under Part C of Schedule II of the Companies Act, 2013.

The estimated useful lives are as mentioned below:

Type of Asset	Useful Lives (in years)
Leasehold Land	99
Factory Buildings	30
Furniture & Fittings	10
Plant & Machinery	15
Office Equipment	5
Tools and Instruments	15
Generator	15
Computer	3
Computer-Server	6
Vehicle (Car)	8
Vehicle (Bike)	10
Right to Use Assets(Machineries)	4

h) Depreciation and amortization

Depreciation is calculated using the Straight Line Method. Depreciation is calculated using the useful life given in Schedule II to the Companies Act, 2013.

Depreciation on additions / deletions during the year is provided from the day in which the asset is capitalized up to the day in which the asset is disposed off.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

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

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

i) Intangible Assets:

i. Intangible assets with finite useful life:

Intangible assets with finite useful life are stated at cost of acquisition, less accumulated depreciation/ amortization and impairment loss, if any. Cost includes taxes, duties and other incidental expenses related to acquisition and other incidental expenses.

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of respective intangible assets.

ii. Research and Development:

Capital expenditure on research and development is capitalized and depreciated as per accounting policy mentioned in para h and i above. Revenue expenditure is charged off in the year in which it is incurred.

j) Investment property:

Property (land or a building-or part of a building-or both) that is held for long term rental yields or for capital appreciation or both, rather than for:

- i.** use in the production or supply of goods or services or for administrative purposes; or
- ii.** Sale in the ordinary course of business.

is recognized as Investment Property in the books.

Investment property is measured initially at its cost, including related transaction costs and, where applicable, borrowing costs. Subsequent expenditure is capitalized to the assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item

can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

Depreciation is provided on all Investment Property on straight line basis, based on useful life of the assets determined in accordance with para "h" above.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

k) Lease:

The company has applied Ind AS 116 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17.

i. As a lessee

The company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, company's incremental borrowing rate. Generally, the company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using the effective interest method. It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, or if company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is re-measured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The company has elected not to recognize right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Under Ind AS 17

In the comparative period, as a lessee the company classified leases that transfer substantially all of the risks and rewards of ownership as finance leases. When this was the case, the leased assets were measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Minimum lease payments were the payments over the lease term that the lessee was required to make, excluding any contingent rent.

Subsequently, the assets were accounted for in accordance with the accounting policy applicable to that asset.

Assets held under other leases were classified as operating leases and were not recognized in the company's statement of financial position. Payments made under operating leases were recognized in profit or loss on a straight-line basis over the term of the lease. Lease incentives received were recognized as an integral part of the total lease expense, over the term of the lease.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to the ownership of an asset to the Company. All other leases are classified as operating leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Land under perpetual lease for is accounted as finance lease which is recognized at upfront premium paid for the lease and the present value of the lease rent obligation. The corresponding liability is recognized as a finance lease obligation. Land under non-perpetual lease is treated as operating lease.

Operating lease payments for land are recognized as prepayments and amortised on a straight-line basis over the term of the lease. Contingent rentals, if any, arising under operating leases are recognized as an expense in the period in which they are incurred.

i) Investment and Other financial assets:

i. Classification:

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

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortized cost.
- Classification of debt assets will be driven by the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

Financial Assets and Financial Liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

ii. Measurement:

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

Debt instruments

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset.

- **Amortized Cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flow represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized

in profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains/ (losses). Interest income from these financial assets is included in other income.

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

Equity instruments

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

iii. Impairment of financial assets:

The Company assesses if there is any significant increase in credit risk pertaining to the assets and accordingly creates necessary provisions, wherever required.

iv. De-recognition of financial assets:

A financial asset is de-recognized only when

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

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

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

m) Derivatives and hedging activities:

Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Company designates certain derivatives as either:

- hedges of the fair value of recognized assets or liabilities or a firm commitment (fair value hedges)
- hedges of a particular risk associated with the cash flows of recognized assets and liabilities and highly probable forecast transactions (cash flow hedges).

The Company documents at the inception of the hedging transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Company also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions have been and will continue to be highly effective in offsetting changes in fair values or cash flows of hedged items.

Cash flow hedge reserve

The effective part of the changes in fair value of hedge instruments is recognized in other comprehensive income, while any ineffective part is recognized immediately in the statement of profit and loss.

n) Inventories:

Raw materials, packing materials, stores and spares are valued at lower of cost and net realizable value.

Work-in-progress, finished goods and stock-in-trade (traded goods) are valued at lower of cost and net realizable value.

By-products and unserviceable / damaged finished goods are valued at estimated net realizable value.

Cost of raw materials and traded goods comprises cost of purchases. Cost of work-in progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Cost is assigned on the basis of First In First Out. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

o) Trade Receivables:

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

p) Trade and other payables:

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

q) Borrowings:

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using effective interest rate method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

r) Borrowing Cost

General and specific borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Other borrowing costs are expensed in the period in which they are incurred.

s) Employee Benefits:**i. Short term obligations:**

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

ii. Provident fund:

Provident fund contributions are made by the Company. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of the year.

iii. Gratuity:

Liabilities with regard to the gratuity benefits payable in future are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit method and contributed to Employees Gratuity Fund. Actuarial gains and losses arising from changes in actuarial assumptions are recognized in other comprehensive income and shall not be reclassified to the Statement of Profit and Loss in a subsequent period.

iv. Leave encashment / Compensated absences:

The Company provides for the encashment of leave with pay subject to certain rules. The employees are entitled to accumulate leave for future encashment/utilization. The liability is provided based on the number of days of unutilized leave at each Balance Sheet date on the basis of an independent actuarial valuation. Actuarial gains and losses arising from changes in actuarial assumptions are recognized in the 'Statement of Profit and Loss'.

t) Provisions and Contingent Liabilities:

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognize a contingent asset unless the recovery is virtually certain.

u) Cash and Cash Equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank Overdraft and cash credits are not included in the cash & cash equivalent according to Ind AS 7 as there is no arrangement for positive and negative balance fluctuation in those accounts, they are basically the integral part of loans and credit management.

v) Impairment of assets:

Intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units).

Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

w) Earnings Per Share

- i. Basic earnings per share: Basic earnings per share is calculated by dividing:
 - the profit attributable to owners of the Company
 - by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.
- ii. Diluted earnings per share: Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:
 - the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
 - the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

x) Contributed Equity:

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

y) Foreign Currency

The functional currency of the company is Indian Rupee. These financial statements are presented in Indian Rupees.

The foreign currency transactions are recorded on initial recognition in the functional currency by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of transaction.

The foreign currency monetary items are translated using the closing rate at the end of each reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those which they were translated on initial recognition during the period or in previous financial statements are recognized in statement of profit and loss in the period in which they arise.

z) Dividend:

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

aa) Rounding off:

All amounts disclosed in the financial statement and notes have been rounded off to the nearest Lacs, unless otherwise stated.

Note 31: Critical Estimates and Judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The preparation of the financial statements in conformity with GAAP requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. These estimates and associated assumptions are based on historical experience and management's best knowledge of current events and actions the Company may take in future.

Information about critical estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities are included in the following notes:

- (a) Estimation of defined benefit obligations
- (b) Estimation of current tax expenses and payable
- (c) Estimation of provisions and contingencies

(a) Impairment of financial assets (including trade receivable)

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments, and are measured at amortized cost e.g., Loans, Debt Securities, Deposits and Trade Receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18. The Company follows 'Simplified Approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach recognizes impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. Trade receivables are recognized initially at fair value and subsequently measured at cost less provision for impairment. As a practical expedient the Company has adopted 'Simplified Approach' using the provision matrix method for recognition of expected loss on trade receivables. The provision matrix is based on three years rolling average default rates observed over the expected life of the trade receivables and is adjusted for forward-looking estimates. These average default rates are applied on total credit risk exposure on trade receivables and outstanding for more than one year at the reporting date to determine lifetime Expected Credit Losses. Company has a policy to recognize expected credit loss only if there is reasonable certainty of default from trade receivable. To be prudent in booking of expected credit loss, company recognize the expected credit loss when legal right to recover the debt expires which is normally after 3 years of raising sales invoice and that to on the basis of management expectation of recoverability.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

ECL impairment loss allowance (or reversal) recognized during the period is recognized under the head 'Other Expenses' in the statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

- i. **Financial assets measured as at amortized cost:** ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount.
- ii. **Debt instruments measured at FVTPL:** Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. The change in fair value is taken to the statement of Profit and Loss.
- iii. **Debt instruments measured at FVTOCI:** Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'Accumulated Impairment Amount' in the OCI. The Company does not have any Purchased or Originated Credit Impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

(b) Estimation of defined benefit obligations

The liabilities of the Company arising from employee benefit obligations and the related current service cost, are determined on an actuarial basis using various assumptions. Refer note 31 for significant assumptions used.

(c) Estimation of current tax expenses and payable

Taxes recognized in the financial statements reflect management's best estimate of the outcome based on the facts known at the balance sheet date. These facts include but are not limited to interpretation of tax laws of various jurisdictions where the company operates. Any difference between the estimates and final tax assessments will impact the income tax as well the resulting assets and liabilities.

(d) Estimation of provisions and contingencies

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated

and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past event whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgment is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision. Warranty provisions are determined based on the historical percentage of warranty expense to sales for the same types of goods for which the warranty is currently being determined. The same percentage to the sales is applied for the current accounting period to derive the warranty expense to be accrued. It is very unlikely that actual warranty claims will exactly match the historical warranty percentage, so such estimates are reviewed annually for any material changes in assumptions and likelihood of occurrence.

(e) Fair Value Measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- i. In the principal market for asset or liability, or
- ii. In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to fair value measurement as a whole) at the end of each reporting period. For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Other Fair Value related disclosures are given in the relevant notes.

Note 32: Notes on Accounts
A. Contingent Liability
a) Claims against Company not acknowledged as Debts:

Details of various show cause notices & cases against which the Company / Department is in appeal and against which no demand is deposited are given below:

Name of the Statute	Nature of dues	Amount INR in Lakhs	Period to which the amount relates	Forum where dispute is pending
Building and Other Construction Worker's Welfare CESS Act, 1996	Building and Other Construction Worker's Welfare CESS Rule, 1998 CESS Amount	16.04	2010-2011 & 2012-2013	Stay order granted by the HIGH COURT, Jaipur
	Add: Interest	29.42		
		45.46		
	Less: Already Deposit	16.04		
	Balance	29.42		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	9.33	2017-2018	Application filed for refund to Deputy Commissioner (GST), Bhiwadi.
	Less:- Already Deposit	0.93		
	Balance	8.40		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	36.65	2017-2018	Application filed for refund to Deputy Commissioner (GST), Bhiwadi.
	Less:- Already Deposit	3.66		
	Balance	32.99		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	1.76	2016-2017	Case Pending with Commissioner (Appeals) Jaipur
	Less:- Already Deposit	0.13		
	Balance	1.63		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	2.35	2015-2016 to 2017-2018	Case Pending with Commissioner (Appeals) Jaipur
	Less:- Already Deposit	0.97		
	Balance	1.38		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	6.12	2007-2008	Case Pending with Commissioner (Appeals) Jaipur
	Less:- Already Deposit	0.46		
	Balance	5.66		

Name of the Statute	Nature of dues	Amount INR in Lakhs	Period to which the amount relates	Forum where dispute is pending
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	13.09	2007-2008	Case Pending with Commissioner (Appeals) Jaipur
	Less:- Already Deposit	0.98	&	
	Balance	12.11	2008-2009	
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	58.08	2017-2018	Case Pending with Commissioner (Appeal) Jaipur
	Add:- Interest	36.48	&	
	Add:-Penalty	58.08	2018-2019	
	Total	152.64		
	Less:- Already Deposit	58.08		
	Balance	94.56		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	104.19	2018-2019	Case Pending with Commissioner (Appeal) Jaipur
	Add:- Interest	56.73		
	Add:- Penalty	15.63		
	Total	176.55		
	Less:- Already Deposit	176.55		
	Balance	NIL		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	72.85	2017-2018	Case Pending with Commissioner (Appeal) Jaipur
	Penalty	72.85	2018-2019	
	Total	145.70	2019-2020	
	Less:- Already Deposited	7.29		
	Balance	138.41		
Central Goods & Services Tax Act 2017.	Central Goods & Service Tax			
	Tax	0.40	2019-2020	Case Pending with Commissioner (Appeal) Jaipur
	Penalty	0.40		
	Total	0.80		
	Less: Already Deposited	0.04		
	Balance	0.76		

Name of the Statute	Nature of dues	Amount INR in Lakhs	Period to which the amount relates	Forum where dispute is pending
Income Tax Act 1961.	Income Tax			
	Tax	58.08	AY 2018-2019	Appeal to the Commissioner of Income Tax (Appeal)
	Add: Interest	81.53		
	Total	139.61		
Income Tax Act 1961.	Income Tax			
	Tax	52.38	AY 2022-2023	Rectification Application filed with AO u/s 154

b) Other Contingent Liabilities
(Amount INR in Lakhs)

Particulars	2022-23	2021-22
Guarantees issued by Bankers	7778.86	6769.31
In respect of Bill/LC negotiated factored from Banks/Factoring agency	3032.91	3548.59
Proposed Preference Dividend(including Tax thereon)	-	11.65

c) Capital & Other Commitments

Estimated amounts of contracts remaining to be executed on capital account and not provided for (Net of Advances) Nil (P.Y. Rs. Nil).

B. Employee benefits

Defined benefit plan

The following table sets out the details of the defined benefits retirement plans and the amounts recognition in the financial statement:

I. Defined Contribution Plans

 a. *Provident Fund*

 b. *Employers' contribution to Employees' State Insurance*

During the year, the Company has recognized the following amounts in the Profit and Loss Account:

(Amount INR in Lakhs)

Particulars	2022-23	2021-22
- Employers' Contribution to Provident Fund and Pension Scheme	44.02	41.35
- Employers' Contribution to Employees' State Insurance	5.43	5.57

II. Defined Benefits Plans

Contribution to Gratuity Fund and Leave Encashment (Unfunded Scheme) in accordance with Ind AS 19, actuarial valuation was performed in respect of the aforesaid defined benefit plans based on the following assumptions:

(Amount INR in Lakhs)

Financial Assumptions Used to Determine the Profit & Loss charge	Gratuity		Leave Encashment	
	2022-23	2021-22	2022-23	2021-22
a) Discounting Rate	7.33%	7.45%	7.33%	7.45%
b) Salary Escalation Rate	4.00%	4.00%	4.00%	4.00%
c) Expected Rate of Return of Assets	0.00%	0.00%	0.00%	0.00%
Average Remaining Working Life(Years)	17.31	17.56	17.31	17.56

(Amount INR in Lakhs)

	Gratuity		Leave Encashment	
	2022-23	2021-22	2022-23	2021-22
1. Change in Defined Benefit Obligation				
a) Defined Benefit obligation, beginning of period	146.79	129.66	31.99	28.29
b) Interest Cost on DBO	10.94	9.14	2.38	1.99
c) Net Current Service Cost	17.64	14.89	6.49	5.48
d) Actual Plan Participant's Contributions	-	-	-	-
e) Benefits Paid	(11.14)	(8.62)	(4.20)	(3.06)
f) Past Service Cost	-	-	-	-
g) Changes in Foreign Currency Exchanges Rates	-	-	-	-
h) Acquisition / Business Combination /Divestiture	-	-	-	-
i) Losses / (Gain)/ Loss on obligation	-	-	-	-
j) Actuarial (Gain)/Loss on obligation	11.52	1.72	(0.97)	(0.72)
k) Defined Benefit obligation, End of period	175.75	146.79	35.69	31.98
2. Change in Fair Value of Plan Assets				
a) Fair value of plant assets at the beginning	-	-	-	-
b) Expected return on plan assets	-	-	-	-
c) Employer contribution	-	-	-	-
d) Actual Plan Participants Contributions	-	-	-	-
e) Actual Taxes Paid	-	-	-	-
f) Actual Administration Expenses Paid	-	-	-	-
g) Changes in Foreign currency exchanges rates	-	-	-	-
h) Benefits paid	-	-	-	-
i) Acquisition / Business combination / Divestiture	-	-	-	-
j) Assets Extinguished on Curtailments / Settlements	-	-	-	-
k) Actuarial (Gain)/Loss on Asset	-	-	-	-
l) Fair value of plant assets at the End.	-	-	-	-
3. Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End				
a) Service Cost	17.64	14.89	6.49	5.48
b) Net Interest Cost	10.94	9.14	2.38	1.99
c) Past Service Cost	-	-	-	-
d) Re-measurements	-	-	(0.97)	(0.72)
e) Administration Expenses	-	-	-	-
f) (Gain)/Loss due to settlements/ Curtailments / Terminations / Divestitures	-	-	-	-
g) Total Defined Benefit Cost/(Income) included in Profit & Loss	28.58	24.03	7.90	6.75
4. Analysis of amount recognized in other comprehensive (Income)/Loss at Period - end				
a) Amount recognized in OCI, (Gain)/Loss Beginning of Period	23.56	21.84	-	-
b) Re-measurements Due to :				
1. Effect of Change in Financial Assumptions	1.79	(5.49)	0.39	(1.27)
2. Effect of Change in Demographic assumptions	-	-	-	-
3. Effect of Experience Adjustments	9.72	7.21	(1.36)	0.55

(Amount INR in Lakhs)

	Gratuity		Leave Encashment	
	2022-23	2021-22	2022-23	2021-22
4. (Gain)/ Loss Curtailments / Settlements	-	-	-	-
5. Return on plan Assets (Excluding Interest)	-	-	-	-
6. Changes in Asset Ceiling	-	-	-	-
c) Total Re-measurements Recognized in OCI (Gain)/Loss	11.52	1.72	-	-
d) Amount Recognized in OCI (Gain)/Loss, End of Period	35.07	23.56	-	-
e) Total Re-measurements Recognized in Profit & loss (Gain)/Loss	-	-	(0.97)	(0.72)
5. Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)				
a) Amount recognized in P&L, End of Period	28.58	24.03	-	-
b) Amount recognized in OCI, End of Period	11.52	1.72	-	-
c) Total Net Defined Benefit Cost/(Income) Recognized at Period- End	40.10	25.75	-	-
6. Reconciliation of Balance Sheet Amount				
a) Balance sheet (Asset)/Liability, Beginning of Period	146.79	129.66	31.99	28.29
b) True-up	-	-	-	-
c) Total Charge/(Credit) Recognized in Profit and Loss	28.58	24.03	7.90	6.76
d) Total Re-measurements Recognized in OC (Income)/Loss	11.52	1.72	-	-
e) Acquisition / Business Combination / Divestiture	-	-	-	-
f) Employer Contribution	-	-	-	-
g) Benefits Paid	(11.14)	(8.62)	(4.20)	(3.06)
h) Other Events	-	-	-	-
i) Balance sheet (Asset)/Liability, End of Period	175.75	146.79	35.69	31.99
7. Actual Return on Plan Assets				
a) Expected return on Plan Assets	-	-	-	-
b) Re-measurement on Plan Assets	-	-	-	-
c) Actual Return on Plan Assets	-	-	-	-
8. Change in the Unrecognized Asset due to the Asset Ceiling During the Period				
a) Unrecognized Asset, Beginning of Period	-	-	-	-
b) Interest on Unrecognized Asset Recognized in P&L	-	-	-	-
c) Other changes in Unrecognized Asset due to the Asset Ceiling	-	-	-	-
d) Unrecognized Asset, End of Period	-	-	-	-
9. The Major Categories of Plan Assets				
a) Government of India Securities (Central and State)	-	-	-	-
b) High Quality corporate Bonds (Including Public Sector Bonds)	-	-	-	-
c) Equity Shares of listed Companies	-	-	-	-
d) Cash (Including Bank Balance, Special Deposit Scheme)	-	-	-	-
e) Funds Managed by Insurer	-	-	-	-
f) Others	-	-	-	-
Total				
10. Current/Non-Current Bifurcation				
a) Current Liability	17.08	6.11	3.35	2.95
b) Non-Current Liability	158.67	140.68	32.34	29.04
c) Net Liability	175.75	146.79	35.69	31.99

C. Financial Instruments by category

The Carrying value and fair value of financial Instruments by categories as at 31st March 2023

(Amount INR in Lakhs)

Particulars	FVTPL	FVTOCI	Amortized Cost
Assets;			
Fixed Deposit being Margin Money with Bank	-	-	1978.96
Security Deposits	-	-	124.37
Trade Receivables	-	-	14870.09
Cash and Cash Equivalent	-	-	16.88
Investments	37.89	-	-
Liabilities:			
Non-Current Borrowing	-	-	1995.35
Current Borrowing	-	-	6442.53
Trade Payables			8130.35

D. Related party disclosure

(Amount INR in Lakhs)

Transactions	Key Management Personnel		Relatives of Key Management Personnel		Total	
	(2022-23)	(2021-22)	(2022-23)	(2021-22)	(2022-23)	(2021-22)
Remuneration	162.13	153.49	42.73	38.60	204.86	192.09
Other Benefits	39.68	3.00	3.66	3.18	43.34	6.18
Rent	-	-	2.54	2.39	2.54	2.39
Cords Digital Technologies Pvt Ltd	-	-	1.42	0.85	1.42	0.85
Stem Factory Solutions Pvt Ltd	-	-	913.73	351.15	913.73	351.15
Preference Dividend paid	11.65	16.00	-	-	11.65	16.00
Interest on Loan	16.00	4.19	-	-	16.00	4.19
Sitting Fees	3.60	1.95	-	-	3.60	1.95
Redemption of Preference Capital	-	160.00	-	-	-	160.00
Loan from Directors	-	160.00	-	-	-	160.00

Disclosure in respect of Related Parties as per Ind AS-24 'Related Parties Disclosures' as notified by Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules, 2016.

a) Name and Nature with related parties :
i) Key Management Personnel

Naveen Sawhney
 Sanjeev Kumar
 Sandeep Kumar
 Garima Pant
 Parveen Kumar
 Prem Kumar Vohra
 Eila Bhatia
 Rahul Mohnot

Nature of Relationship

Managing Director
 Whole Time Director
 CFO
 Company Secretary
 Independent Director
 Independent Director
 Independent Director
 Independent Director

ii) Relatives of Key Nature of Relationship

Varun Sawhney
 Gaurav Sawhney
 Adarsh Sawhney
 Cords Digital Technologies Pvt Ltd
 Stem Factory Solutions Pvt Ltd

Management Personnel

Son of Mr. Naveen Sawhney
 Son of Mr. Naveen Sawhney
 Wife of Mr. Naveen Sawhney
 Varun Sawhney holding position as KMP
 Varun Sawhney holding position as KMP

E. FOREIGN EXCHANGE EARNINGS & OUTGO: (Amount INR in Lakhs)

Particulars	2022-23	2021-22
a) Earning in Foreign Currency	2293.99	747.99
b) Expenditure in foreign Currency		
- Machine and equipments (spare parts) & Others expenses	18.07	10.23
c) Value of Imports calculated on C.I.F. basis		
- Raw Material	729.07	-

AUDITORS REMUNERATION*: (Amount INR in Lakhs)

Particulars	2022-23	2021-22
Audit Fees	7.00	7.00
Certificate Fees	4.00	4.00
Total	11.00	11.00

* Excluding Taxes

G. Quantitative details of stocks: (Amount INR in Lakhs)

S. No.	Raw Material	Opening Stock as on 01.04.2022		Closing Stock as on 31.03.2023	
		Qty (Kg)	Amount	Qty (Kg)	Amount
A	Copper	48,521.220	424.88	1,37,853.514	1103.62
B	PVC Compound	5,44,085.950	528.86	5,21,573.900	427.21
C	G.I.Wire	4,35,014.760	369.71	4,81,125.815	389.84
D	Alu./poly/cu/other Tapes	1,02,864.785	280.49	1,17,229.936	337.82
E	Aluminum Wire	8,869.200	27.04	68,618.600	156.06
F	Wires of Nickle Alloys	4,406.675	89.06	4,622.235	111.48
G	Master Batch/ LDME/HDPE/ XLPE Resin/Chemicals/Others	53,421.179	75.16	80,036.844	145.34
	TOTAL	11,97,183.769	1795.20	14,11,060.844	2671.37

(Amount INR in Lakhs)

Finished Goods	Opening Stock as on 01.04.2022		Closing Stock as on 31.03.2023	
Description	(Qty) Km	Value	(Qty) km	Value
Electric Wire & Cables and Core	1571.657	2510.76	869.453	1116.84

H. (a) In respect of amounts as mentioned under 205C of the Companies Act, 2013 there were no dues required to be credited to the Investor Education and Protection Fund as at March 31, 2023.

(b) CSR liability of Rs.Nil Lakhs (Paid during the year Rs 20.04 Lakhs)

I. BASIC AND DILUTED EARNINGS PER SHARE:

The basic earnings per equity share is computed by dividing the net profit attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity shares and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been actually issued at fair value.

Dilutive potential equity shares are deemed converted as of the beginning of the year, unless they have been issued at a later date. The number of equity shares and potential diluted equity shares are adjusted for stock split, bonus shares, Convertible Preference Shares, Share Warrants and the potential dilutive effect of Employee Stock Option Plan as appropriate.

Basic & Diluted Earnings per share of the company is as under:

Particulars	2022-23	2021-22
Profit for the year (Amount in Lakhs)	713.32	635.27
Profit after Tax attributable to equity shareholders (A) (Amount in Lakhs)	713.32	635.27
Weighted Average No. of Share-Basic (B)	12927780	12927780
Add: Diluted Potential Equity Shares	-	-
Weighted Avg. No. of Equity Shares -Diluted (C)	12927780	12927780
Nominal Value per Share (Rs.)	10	10
Earnings per Share-Basic(Rs) (A / B)	5.52	4.91
Earnings per Share-Diluted(Rs) (A / C)	5.52	4.91

J. DEFERRED TAX:

The deferred tax liability (Net) as at **31st March 2022 and 31st March 2023** comprises of the following:

(Amount INR in Lakhs)

Particulars	Deferred Tax Asset/ (Liability) as at 01-04-2022	Credit/(Charge/ Reversed) during 2022-23	Deferred Tax asset/(Liability) as at 31-03-2023
Temporary difference on Fixed Assets as per books and Tax base	(567.49)	44.02	(523.47)
Temporary difference on provision of Employee Benefits	55.98	9.98	65.96
Temporary difference on OCI	0.43	2.47	2.90
Total	(511.08)	56.47	(454.61)

K. Fair Value Hierarchy:

This Section explains the judgements and estimates made in determining fair values of financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in financial statements. To provide an indication about reliability of inputs used in determining fair value, group has classified its financial instruments into three levels prescribed under accounting standard. An explanation of each level follows underneath the table:

(Amount INR in Lakhs)

Financial assets and liabilities measured at fair value - recurring fair value measurements as at 31st March, 2023	Note Reference	Level 1	Level 2	Level 3	Total
Financial assets					
Investments at FVTPL	6				
- Mutual Fund		17.42	-	-	17.42
- ULIP		20.47	-	-	20.47
- Others		-	-	-	-

(Amount INR in Lakhs)

Financial assets and liabilities measured at fair value - recurring fair value measurements as at 31st March, 2022	Note Reference	Level 1	Level 2	Level 3	Total
Financial assets					
Investments at FVTPL	6				
- Mutual Fund		17.82	-	-	17.82
- ULIP		26.93	-	-	26.93
- Others		5.14	-	-	5.14

Fair value of financial instruments as referred to in note above has been classified into three categories depending on inputs used in valuation technique. Hierarchy gives highest priority to quoted prices in active market for identical assets or liabilities (level 1 measurement) and lowest priority to unobservable inputs (level 3 measurements).

The categories used are as follows:

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

Level 2: The fair value of Financial Instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Company's policy is to recognize transfers into and transfer out of fair value hierarchy levels as at the end of the reporting period.

As per our Report of even date

Alok Misra & Co
Chartered Accountants
(FRN.:018734N)

Alok Misra
Partner
M.No.:500138

Place :New Delhi
Dated:20.05.2023

For and on behalf of the BOARD OF DIRECTORS

Naveen Sawhney
Managing Director
DIN: 00893704

Sandeep Kumar
CFO
M.No:093357

Sanjeev Kumar
Whole Time Director
DIN: 07178759

Garima Pant
Company Secretary
M.No:ACS 28170



CORDS CABLE INDUSTRIES LIMITED

CIN : L74999DL1991PLC046092

REGISTERED OFFICE : 94, 1st Floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi-110020

Website : www.cordscable.com, E-Mail : ccil@cordscable.com

Tel No.: +91-011-40551200, Fax No.: +91-011-40551280/81

NOTICE

NOTICE OF THE 32nd (THIRTY SECOND) ANNUAL GENERAL MEETING

NOTICE is hereby given that the **32nd (Thirty Second) Annual General Meeting (“AGM”)** of the members of **Cords Cable Industries Limited** will be held on **Friday, September 22, 2023 at 03:00 p.m. (IST) at the registered office of the Company** through Video-Conferencing (“VC”)/ other Audio Visual Means (“OAVM”), to transact the following **BUSINESS:**

ORDINARY BUSINESS:

1. Adoption of the audited financial statement of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon:-

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon and in this regard, pass the following resolutions as an **Ordinary Resolution:**

“**RESOLVED THAT** the audited financial statement of the company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon as laid before this Meeting, be and are hereby considered and adopted.”

2. Appointment of a Director in place of Mr. Naveen Sawhney (DIN 00893704), who retires by rotation and, being eligible, offers himself for re-appointment:-

To appoint a Director in place of Mr. Naveen Sawhney (DIN 00893704), who retires by rotation and, being eligible, offers himself for re-appointment and in this regard, pass the following resolutions as an **Ordinary Resolution:**

“**RESOLVED THAT** Mr. Naveen Sawhney (DIN 00893704), who retires by rotation at this 32nd Annual General Meeting, be and is hereby re- appointed as a Director of the Company.”

SPECIAL BUSINESS:

3. Ratification of Remuneration of M/s. S. Chander & Associates, Cost Accountants, New Delhi, appointed as the “Cost Auditors” of the Company for the Financial Year ending March 31, 2024:-

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

“**RESOLVED THAT** pursuant to the provisions of Sections 148 of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013, the remuneration payable to M/s S. Chander & Associates, Cost Accountant (Firm Registration No 100105), appointed by the Board of Directors, as the Cost Auditor of the Company to conduct audit of cost accounting records of the Company maintained under Companies (Cost Records and Audit) Rules, 2014 and (Cost Records and Audit) Amendment Rules, 2014, for the Financial Year 2023-24 at a remuneration of ₹ 1,17,700/- (Rupees One Lac Seventeen Thousand Seven Hundred Only) and out of pocket expenses incurred in connection with the aforesaid audit and other applicable taxes, be and is hereby ratified and confirmed.”

4. Appointment of Mr. Pawan Kumar Maheswari (DIN 10238911) as a Director of the Company:-

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

“**RESOLVED THAT** pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013 and rules made there under, Mr. Pawan Kumar Maheswari (DIN 10238911) who was appointed by the Board of Directors as an Additional Director of the Company with effect from July 29, 2023 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 (“Act”) and who is eligible for appointment as Director and in respect of whom the Company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed a Director of the Company.”

5. Appointment of Mr. Pawan Kumar Maheswari (DIN 10238911) as a Whole Time Director of the Company:-

To consider and if thought fit to pass with or without modification(s) the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Companies Act, 2013, Articles of Association of the Company and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the consent of the members of the company be and is hereby accorded to appoint Mr. Pawan Kumar Maheswari (DIN : 10238911), as Whole-time Director of the Company with effect from July 29, 2023 up to the date of annual general meeting of the Company to be held in calendar year 2024 and he shall be liable to retire by rotation.

RESOLVED FURTHER THAT consent of Company be and is hereby accorded for payment of remuneration, enumerated herein below, to Mr. Pawan Kumar Maheswari as Whole Time Director of the Company with effect from July 29, 2023 up to the date of annual general meeting of the Company to be held in calendar year 2024.”

Salary	Consolidated Salary at the rate of ₹ 1,37,700/- (Rupees One Lac Thirty Seven Thousand Seven Hundred Only) per month.
Contribution to Provident Fund	Contribution to the Provident Fund as per the Rules of the Company, presently ₹ 1800/- p.m.
Helper Reimbursement	Helper expenses incurred by the appointee will be reimbursed subject to the maximum of ₹ 14,000/- p.m.
Gratuity	Gratuity payable as per the rules of the Company.
Leave Encashment	Encashment of leave as per the rules of the Company.
Telephone	Free mobile phone facility will be provided.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Pawan Kumar Maheswari (DIN 10238911), the minimum remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of the company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

6. Approval of re-appointment and remuneration of Mr. Sanjeev Kumar as Whole Time Director of the company:-

To consider and if thought fit to pass with or without modification(s) the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions – if any, of the Companies Act, 2013 (“the Act”), for the time being in force read with Schedule V to the Act, the consent of the Members be and are hereby accorded for revision of remuneration as per details given herein below for Mr. Sanjeev Kumar (DIN: 07178759), Whole Time Director of the Company w.e.f. November 01, 2022 for his remaining tenure ended on May 29, 2023.

RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions – if any, of the Companies Act, 2013 (“the Act”), including any statutory modification(s) or re-enactment(s) thereof, for the time being in force read with Schedule V to the Act, Articles of Association of the Company and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the consent of the Members be and is hereby accorded for reappointment of Mr. Sanjeev Kumar (DIN : 07178759), as Whole Time Director of the Company w.e.f. May 30, 2023 to hold the office up to the date of his resignation as director of the company, at a remuneration mentioned herein below:

Salary	Consolidated Salary at the rate of ₹ 2,05,400/- (Rupees Two Lac Five Thousand Four Hundred Only) per month.
Contribution to Provident Fund	Contribution to the Provident Fund as per the Rules of the Company, presently ₹ 1800/- p.m.
Helper Reimbursement	Helper expenses incurred by the appointee will be reimbursed subject to the maximum of ₹ 14,000/- p.m.
Gratuity	Gratuity payable as per the rules of the Company.
Leave Encashment	Encashment of leave as per the rules of the Company.
Telephone	Free mobile phone facility will be provided.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Sanjeev Kumar the minimum remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of the company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

7. Approval of increase in the remuneration of Mr. Naveen Sawhney as Managing Director of the company:-

To consider and if thought fit to pass with or without modification(s) the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions – if any, of the Companies Act, 2013 (‘the Act’), read with Schedule V to the Act, consent of members of the Company be and is hereby accorded to increase the remuneration, payable to Mr. Naveen Sawhney (DIN : 00893704) as Managing Director of the Company from ₹ 9,41,000/- p.m. to ₹ 11,11,000/- p.m. plus Helper reimbursement upto ₹ 30,000/- p.m., with effect from July 01, 2023 for remaining period of his tenure as Managing Director, with liberty to the Board of Directors of the Company to increase, alter and vary, without further reference to the Members, the terms and conditions of the said appointment including the remuneration, in such manner, as may be agreed to between the Mr. Naveen Sawhney and Board of Directors.

Salary	Fixed Salary at the rate of ₹ 11,11,000/- (Rupees Eleven Lac Eleven Thousand Only) per month.
Commission	Commission @ 1% of net profits of the Company for each financial year, subject to the approval by the Board of Directors of the Company or any other committee thereof constituted in this regard.
Insurance / Medclaim	Contributions/Reimbursements on/towards all Insurance or/and Medclaim Policy(ies), including premium(s) on self & family, whether existing or new, up to ₹ 15,00,000/- (Rupees Fifteen Lac Only) per annum.
Leave Travel Concession	For self and the family once a year in accordance with the rules of the Company.
Gratuity	Gratuity payable as per the rules of the Company.
Leave Encashment	Encashment of leave at the end of the tenure as per the rules of the Company.
Car & Driver	Managing Director will be provided with a car and a driver.

Voice, Data, Internet	Free phone(s) including mobile, land-lines, with internet facilities, audio-video communication facilities, etc. will be provided.
Helper Reimbursement	Helper expenses incurred by the appointee will be reimbursed subject to the maximum of two helpers and upto maximum amount of ₹ 30,000/- p.m.

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Naveen Sawhney the minimum remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of the company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

**By Order of the Board of Directors
For Cords Cable Industries Limited**

**Sd/-
(Garima Pant)
Company Secretary
Mem. No. : ACS 28170**

New Delhi
July 28, 2023

Registered Office

94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi – 110020
Tel :+91-11-40551200; Fax +91-11-40551281
Website :www.cordscable.com, E- Mail: cscso@cordscable.com
CIN : L74999DL1991PLC046092

Notes:

1. Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as ‘MCA Circulars’), the Company is convening the 32nd Annual General Meeting (AGM) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India (SEBI), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 (SEBI Circulars) and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

- In compliance with the applicable provisions of the Companies Act, 2013 (the Act), the Listing Regulations and MCA Circulars the 32nd AGM of the Company is being convened and conducted through VC/OAVM on Friday, September 22, 2023 at 3:00 p.m. (IST). The registered office of the Company i.e. 94, 1st floor, Shambhu Dayal Bagh Marg, Near Okhla Industrial Area Phase III, Old Ishwar Nagar, New Delhi-110020 shall be deemed to be venue for the AGM.
2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts concerning the business under Item Nos. 3 to 7 are annexed hereto and forms part of this Notice. The Board of Directors have considered and decided to include Item No. 3 to 7 as given above, as Special Business in the forthcoming AGM as they are unavoidable in nature.
 3. In terms of the provisions of Section 152 of the Act, Shri Naveen Sawhney, retire by rotation at the Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company recommend his re-appointment. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") & Secretarial Standard-2 of the person seeking Appointment/Re-appointment as Director are also annexed herewith as Annexure A. Requisite declarations have been received from the Directors for seeking appointment/ reappointment.
 4. Corporate Shareholders intending to appoint their Authorized Representative(s) to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Scrutinizer (Mr. Gulshan Kumar Gupta), Link Intime India Private Limited and the Company, a scanned certified true copy of the Board Resolution with attested specimen signature of the duly authorized signatory(ies) who are authorized to attend and vote on their behalf at the AGM. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail through its registered email address to gulshanguptacs@gmail.com with a copy marked to shamwant.kushwah@linkintime.co.in and cscoc@cordscable.com.
 5. Members had approved the appointment of M/s. Alok Misra & Co., Chartered Accountants (FRN 018734N), as the Statutory Auditors at the Thirtieth (30th) AGM of the Company which is valid till the conclusion of Thirty Fifth (35th) AGM of the Company. In accordance with the Act, the appointment of Statutory Auditors is not required to be ratified at every AGM.
 6. The Company has appointed M/s. Link Intime India Private Limited (LI IPL), Registrar and Transfer Agent ('RTA') of the Company, to provide VC/OAVM facility for the ensuing AGM of the Company. The procedure for participating in the AGM through VC/OAVM is explained below.
 7. Since this AGM is being held through VC/OAVM, the requirement of physical attendance of Member has been dispensed with accordingly, the facility for appointment of Proxies by Members will not be available for this AGM. Hence, Proxy Form, Route Map and Attendance Slip are not annexed to this Notice.
 8. Members may note that the Notice of 32nd AGM and Annual Report for Financial Year 2022-23 will also be available on the website of the Company at www.cordscable.com and on the websites of Stock Exchanges i.e. BSE Limited & National Stock Exchange of India Limited and the AGM Notice is also available on the website of LI IPL (agency for providing the Remote e-Voting facility) i.e. <https://instavote.linkintime.co.in>.
 9. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 10. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
 11. In case of joint holders attending the AGM, only such joint holder who has seniority in the order of names will be entitled to vote.
 12. Instructions and other information relating to remote e-voting, participation in the AGM through VC/OAVM and e-voting during the AGM are integral part of this Notice. The Company will also send communication which inter alia would contain details about User ID and Password along with a copy of this Notice to the members, separately.
 13. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Act will be available for inspection by Members in electronic mode during the AGM. Members who wish to inspect the documents, may send their request through an email cscoc@cordscable.com up to the date of AGM.
 14. The documents, if any, referred to in the Notice and Explanatory Statement shall be available for inspection at the Registered Office of the Company during business hours on all working day except Saturday

- from Monday, September 11, 2023 to Tuesday, September 19, 2023 upon the request being sent on csco@cordscable.com.
15. Members holding shares in Electronic (DEMAT) form or in physical mode are requested to quote their DPID & Client ID or Folio details respectively in all correspondences to the RTA i.e. Link Intime India Private Limited or the Secretarial Department of the Company.
 16. In compliance with the General Circular No.14/2020, 17/2020, 20/2020, 02/2021 and 2/2022 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021 and 5th May, 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2020/ 79, SEBI/ HO/ CFD/ CMD2/ CIR/ P/ 2021/ 11 and SEBI/ HO/CFD/CMD2/CIR/P/2022/62 dated 12th May 2020, 15th January 2021 and 13th May, 2022 respectively, issued by the Securities and Exchange Board of India ("SEBI Circular"), the Notice of the AGM along with the Annual Report 2022-23, are being sent only through electronic mode to those Members whose email IDs are available with the Company/ Depositories/RTA. Further, as per Regulation 36 (1) (c) of the Listing Regulations, hard copy of the full annual report will be given to those shareholders who request for the same.
 17. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended for time being in force) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, and the Circulars issued by the Ministry of Corporate Affairs (MCA), the Company is providing facility of casting votes by a Member using remote e-voting system as well as e-voting on the date of the AGM in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited (LIPL) for facilitating voting on all the resolutions set forth in this Notice convening the 32nd Annual General Meeting to be held on Friday, September 22, 2023. Resolution(s) passed by Members through e-Voting is/are deemed to have been passed as if they have been passed at the AGM. The complete instructions on e-voting facility provided by the Company are annexed to this Notice, explaining the process of e-voting with necessary user id and password.
 18. The Shareholders who wish to cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again, and if casted again, then the same will not be counted.
 19. The remote e-voting shall remain open for 3 days commencing from Tuesday, September 19, 2023 (at 9:30 a.m. IST) to Thursday, September 21, 2023 (at 5:00 p.m. IST). During this period, the Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e., Friday, September 15, 2023, may cast their votes by remote e-voting. The remote e-voting module shall be disabled by LIPL for voting thereafter. Once the vote on a resolution is casted by the Shareholder, the Shareholder shall not be allowed to change it subsequently.
 20. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. The voting rights of Members shall be in proportion to their share in the paid-up Equity Share Capital of the Company as on the cut-off date i.e., Friday, September 15, 2023.
 21. Any person, who acquires Shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at shamwant.kushwah@linkintime.co.in. However, if he/she is already registered with Link Intime India Pvt. Ltd. for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
 22. Members who are present in meeting through video conferencing facility and have not cast their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.
 23. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 16, 2023 to Friday, September 22, 2023 (both days inclusive).
 24. The Company has appointed Mr. Gulshan Kumar Gupta, Practicing Company Secretary (FCS-5576 & COP-3925) as the Scrutinizer to scrutinize the voting at the meeting and remote e-Voting process, in a fair and transparent manner.
 25. The remote e-voting module during the AGM shall be disabled by Link Intime for voting 15 minutes after the conclusion of the Meeting.
 26. Members holding Shares in dematerialized mode are requested to intimate all changes pertaining to their name, address, email, nominations, power of attorney, bank details, NECS & ECS mandates to their depository participant only. The said changes will be automatically reflected in the Company's records. Members holding Shares in physical mode are requested to intimate all changes in their particulars or bank mandates to the company's Registrar and Share Transfer Agent. Members holding shares in physical mode and desirous of making nominations are requested to send their request in Form SH-13

- under the Companies Act, 2013 to the Registrar & Share Transfer Agent of the Company.
27. Members who hold Shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to Registrar, for consolidation into a single folio.
 28. Members desirous of obtaining any information/ clarification(s)/ intending to raise any query concerning the Annual Accounts and operations of the Company, are requested to forward the same at least 7 days prior to the date of meeting to the Company Secretary at the Registered Office of the Company, so that the same may be attended appropriately.
 29. Members who would like to express their views/ ask questions as a Speaker at the AGM may preregister themselves by sending a request from their registered email ID mentioning their names, DP ID and Client ID/ folio number, PAN and mobile number to cscoc@cordscable.com between Friday, September 15, 2023 (9:30 a.m. IST) and Monday, September 18, 2023 (5:00 p.m. IST). Only those Members who have pre-registered themselves as Speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
 30. Members holding shares in physical mode:
 - (a) are required to submit their Permanent Account Number (PAN) and bank account details to the Company / Link Intime India Pvt. Ltd., if not registered with the Company as mandated by SEBI.
 - (b) are advised to register the nomination in Nomination Form (SH-13) with the company's Registrar and Transfer Agent i.e. Link Intime India Pvt. Ltd., in respect of their shareholding in the Company.
 - (c) **are requested to register / update their e-mail address with the Company / Link Intime India Pvt. Ltd. for receiving all communications from the Company electronically.**
 31. Members holding shares in electronic mode:
 - (a) are requested to submit their PAN and bank account details to their respective DPs with whom they are maintaining their demat accounts.
 - (b) are advised to contact their respective DPs for registering the nomination.
 - (c) **are requested to register / update their e-mail address with their respective DPs for receiving all communications from the Company electronically.**
 32. Non-Resident Indian Members are requested to inform Registrar and Share Transfer Agent and their relevant DP's immediately of:
 - Change in their residential status on return to India for permanent settlement.
 - Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
 33. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with the relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participant(s).
 34. Members holding shares in physical form and who have not updated their e-mail ids with the Company are requested to update their e-mail ids by writing to the Company at cscoc@cordscable.com or RTA i.e. Link Intime India Pvt Ltd (LI IPL) at shamwant.kushwah@linkintime.co.in along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the Permanent Account Number (PAN) card, and self-attested copy of any document (eg.: Driving License, Voter Identity card, Passport, Aadhaar card) in support of the address of the Member.
Members holding shares in dematerialised (demat) mode are requested to register/update their e-mail id with the relevant DPs.
 35. The Company has not proposed any dividend on equity shares.
 36. The Company has transferred the unpaid or unclaimed dividends declared up to financial years 2009-10, from time to time, to the Investor Education and Protection Fund (IEPF) established by the Central Government. The Company has uploaded the details of unpaid and unclaimed dividend lying with the Company on the website of the Company and the same can be accessed through the link: <http://cordscable.com/cordscable/corporate.php>. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.
 37. Compulsory Transfer of Equity Shares to Investor Education and Protection Fund ("IEPF") Suspense Account:
Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended), all Equity Shares on which dividend has not been paid or claimed for 7 (seven) consecutive years or more shall be transferred to the Investor Education and Protection Fund (IEPF) authority after complying with the procedure laid down under the said Rules.
Pursuant to the provisions of Sections 124 and 125 of the Act, there is no amount of Dividend remaining

unclaimed / unpaid for a period of 7 (seven) years and/ or unclaimed Equity Shares which are required to be transferred to the Investor Education and Protection Fund (IEPF).

The Members/Claimants whose shares and unclaimed dividend amount have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on www.iepf.gov.in) along with applicable requisite fee. The Member/Claimant can file only one consolidated claim in a financial year as per the IEPF Rules.

38. Regulation 40 of the Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its Circular dated 25th January, 2022, has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/consolidation of share certificates, etc. In view of this as also to eliminate all risks associated with physical shares and for ease of portfolio management, the Members holding shares in physical form are requested to consider converting their holdings to demat mode. Shareholders can contact the Company or Link Intime India Private Limited for assistance in this regard.

39. Norms for furnishing of PAN, KYC, Bank details and Nomination:

Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSDPoD-1/P/CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/MIRSD/ MIRSD RTAMB /P/CIR/2021/655 and SEBI/HO/MIRSD/MIRSD RTAMB/ P/CIR/2021/687 dated November 3, 2021 and December 14, 2021, respectively, SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. The folios wherein any one of the cited documents/details is not available on or after October 1, 2023, shall be frozen by the RTA.

The securities in the frozen folios shall be eligible:

- To lodge any grievance or avail of any service, only after furnishing the complete documents / details as mentioned above;
- To receive any payment including dividend, interest or redemption amount (which would be only through electronic mode) only after they comply with the above stated requirements.

The forms for updation of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and the said SEBI circular are available on our website <http://www.cordscable.com/cordscable/corporate.php>. In view of the above, we urge Members holding shares in physical form to submit the required forms along

with the supporting documents at the earliest. The Company had despatched a letter to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

Further, Shareholders holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, after December 31, 2025.

40. Shareholders holding shares in more than one folio in the same name(s) are requested to send the details of their folios along with share certificates so as to enable the Company to consolidate their holding into one folio.

41. REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:-

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL:
 1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/

Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL:

1. Existing users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password (URL: <https://web.cdslindia.com/myeasitoken/home/login>).
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants.

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting

option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form / Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
 2. Event no of the Company is **230206**. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details, :-
 - A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - *Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
 - *Shareholders holding shares in NSDL form, shall provide 'D' above
 - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - Click "confirm" (Your password is now generated).
3. Click on 'Login' under 'SHARE HOLDER' tab.

4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/ her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

42. PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET (FACILITY PROVIDED BY LINK INTIME INDIA PRIVATE LIMITED):

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on "Login".
 - Select the "Company" and 'Event Date' and register with your following details: -
 - A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID

- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

- Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

43. INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO SPEAK DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

1. Shareholders who would like to speak during the meeting must register their request from Friday, September 15, 2023 (9:30 am) to Monday, September 18, 2023 (5:00 pm) with the company on the cscoc@cordscable.com.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

44. INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO VOTE DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members

who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/ Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

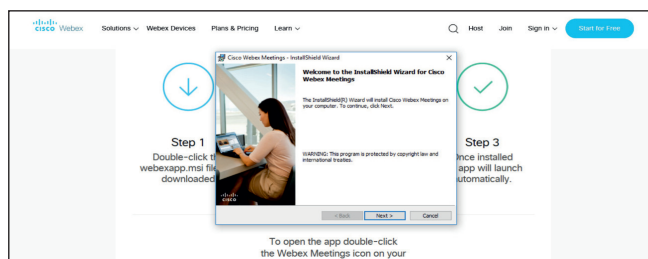
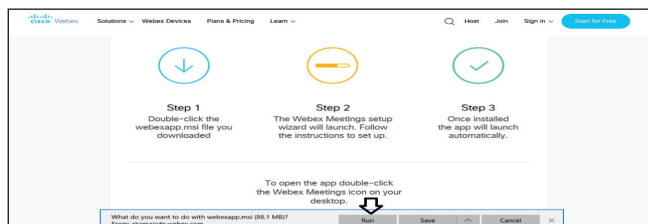
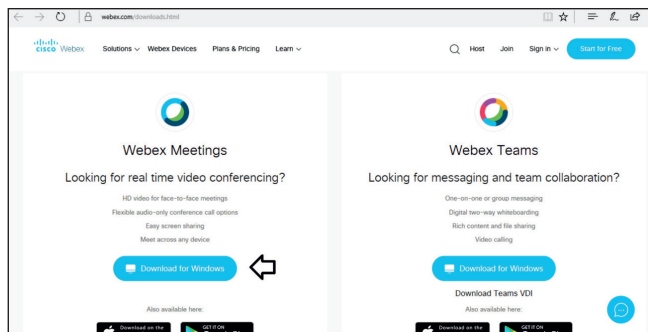
In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

ANNEXURE

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

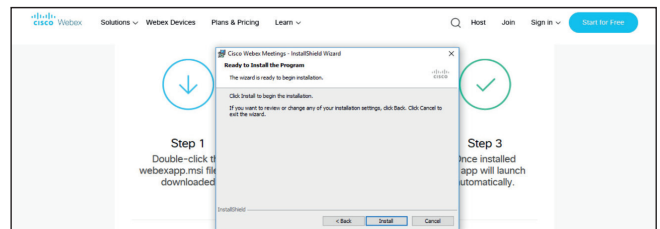
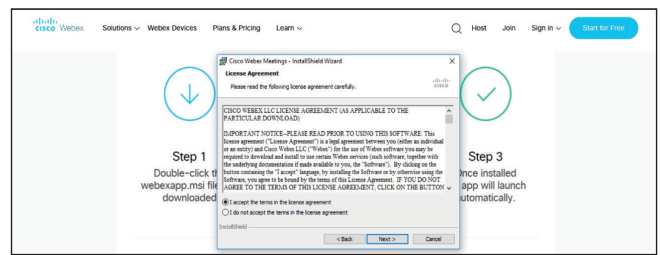
- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>



Step 1 Enter your First Name, Last Name and Email ID and click on Join Now.

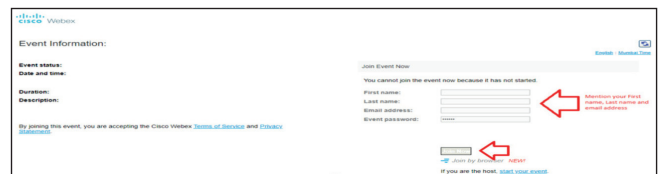
- 1 (A)** If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
- 1 (B)** If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application.

Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now



or

- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:



- The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-Voting system for all those Members who are present during the AGM but have not cast their votes by availing the remote e-Voting facility. The remote e-Voting module during the AGM shall be disabled by LIPL for voting 15 minutes after the conclusion of the Meeting.
- The Scrutinizer shall immediately after the conclusion of voting at the Meeting, will unblock and count the votes cast during the meeting and through remote e-voting, in the presence of at least two witnesses not in the employment of the Company and shall make not later than two working days from the conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a Director or Company Secretary authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website at www.cordscable.com and on the website of Link Intime India Pvt. Ltd. at <https://instavote.linkintime.co.in/> immediately after the declaration of the result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares

are listed viz. BSE and NSE and be made available on their respective websites viz. www.bseindia.com and www.nseindia.com.

- Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Friday, September 22, 2023.

**By Order of the Board of Directors
For CORDS CABLE INDUSTRIES LIMITED**

**Sd/-
(Garima Pant)
Company Secretary
M.No. ACS 28170**

New Delhi
July 28, 2023

Registered Office

94,1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi – 110020
Tel : +91-11-40551200; Fax +91-11-40551281
Website : www.cordscable.com, E- Mail: csc@cordscable.com
CIN : L74999DL1991PLC046092

**EXPLANATORY STATEMENT IN RESPECT OF THE
SPECIAL BUSINESS PURSUANT TO SECTION 102 OF
THE COMPANIES ACT, 2013.**

ITEM NO. 3

Pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditor) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Board of Directors, on the recommendation of Audit Committee at its meeting held on May 20, 2023 appointed M/s S. Chander & Associates, Cost Accountants, (Firm Registration No 100105), as the Cost Auditor for audit of the cost records of the Company for the Financial Year ending March 31, 2024, at a remuneration amounting ₹ 1,17,700 (Rupees One Lac Seventeen Thousand Seven Hundred only) plus taxes as applicable and out of pocket expenses, if any. In terms of the provisions of Section 148 (3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor shall be ratified by the shareholders of the Company. A Certificate issued by the above firm regarding their eligibility for appointment as Cost Auditors will be available for inspection during the AGM.

Accordingly, the consent of the members is sought for approving the Ordinary Resolution as set out in Item No. 3 of Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

Copy of documents referred in the proposed resolution shall remain open for inspection by the members at the registered office of the Company during normal business hours on any working day.

None of the Directors, Key Managerial Personnel or their relatives, in any way, are concerned or interested, financially or otherwise, in the proposed Ordinary Resolution as set out in Item No 3 of this Notice.

Your directors recommend the Ordinary Resolution set out at Item No. 3 of the Notice for your approval.

Item No. 4 & 5

The Board upon the recommendation of Nomination and Remuneration Committee of the Company appointed Mr. Pawan Kumar Maheswari (DIN 10238911), as an Additional Director with effect from July 29, 2023.

As per the provisions of Section 161 of the Companies Act, 2013, an Additional Director shall hold office only up to the date of the forthcoming Annual General Meeting of the Company. The Company has received a Notice in writing under the provisions of section 160 of the Companies Act, 2013, along with a deposit of ₹ 1,00,000/- proposing the candidature of Mr. Pawan Kumar Maheswari for the office of Director along with declaration of his eligibility.

The Board has also appointed Mr. Pawan Kumar Maheswari (DIN 10238911), as Whole Time Director of the Company w.e.f. July 29, 2023 up to the date of annual general meeting of the Company to be held in calendar year 2024, subject to the approval of Members by way of special resolution.

The Board of Directors of your Company recommends the resolution in relation to appointment of Mr. Pawan Kumar Maheswari for the office of Whole Time Director with effect from July 29, 2023 up to the date of annual general meeting of the Company to be held in calendar year 2024 and he shall be liable to retire by rotation. Mr. Pawan Kumar Maheswari is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given all the necessary declarations and confirmation including his consent to be appointed on the Board of the Company.

A brief profile of Mr. Pawan Kumar Maheswari is given below:

Mr. Pawan Kumar Maheswari (DIN: 10238911), 53 Years, is a dedicated member of the Institute of Chartered Accountants of India with membership number "095472". Additionally, he has completed intermediate of ICWA (Institute of Cost and Works Accounts). He holds the position of Deputy General Manager (Accounts & Finance) at "CORDS" and is also designated as Internal Auditor of the company, until his appointment as a Director. With a rich work experience of around 25 years, he exemplifies a strong commitment to excellence in various associated fields. Mr. Maheswari's attributes include being motivated, enthusiastic, detail-oriented, passionate, creative, and possessing a dynamic personality. He exhibits excellent managerial skills in efficiently overseeing, monitoring, and managing business activities. His expertise spans various financial functions, internal controls and audit, cost controls,

including conceptualizing and implementing financial planning & management, establishing procedures and controls, maintaining & finalizing accounts, overseeing working capital management, and effectively and closely monitoring costs and profitability.

It is recommended to approve the appointment and remuneration of Mr. Pawan Kumar Maheswari, Whole Time

Director of the Company, as proposed in the accompanying resolution. The remuneration of Mr. Pawan Kumar Maheswari was considered by the management of the Company and is recommended by the Nomination and Remuneration Committee consisting of all Independent Directors and is duly approved by the Board of Directors of the Company.

Statement pursuant to Section II (B) (iv) of Part II of Schedule V of Companies Act, 2013

GENERAL INFORMATION:

1.	Nature of Industry :	Cable Industry		
2.	Date or Expected Date of Commencement of Commercial Production.	Company is in existence since 1991.		
3.	In case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	N.A.		
4.	Financial performance based on given indicators (₹ in Lacs)	Particulars	2022-23	2021-22
		Net Income from Operations	52625.51	43799.24
		Profit Before Tax and Depreciation	1743.46	1592.54
		Depreciation	768.91	733.08
		Profit Before Tax	974.55	859.46
		Tax	252.61	222.90
		Net Comprehensive Income	(8.62)	(1.29)
		Profit After Tax	713.32	635.27
		Equity Capital (face value ₹ 10/-)	1292.78	1292.78
		Loan from Director	160.00	160.00
	Earning per Share (₹)	5.52	4.91	
5.	Export performance (₹ In Lacs) and Net Foreign Exchange Collaborations	Particulars	2022-23	2021-22
		Foreign Exchange Earning	2293.99	747.99
		Foreign Exchange Outgo Foreign Exchange collaborations	747.14	10.23
6.	Foreign Investments or Collaborators, if any.	The Company did not have any foreign investments or collaborations.		

II INFORMATION ABOUT THE APPOINTEE:

1. Background Details

Mr. Pawan Kumar Maheswari (DIN: 10238911), 53 Years, is a dedicated member of the Institute of Chartered Accountants of India with membership number "095472". Additionally, he has completed intermediate of ICWA (Institute of Cost and Works Accounts). He holds the position of Deputy General Manager (Accounts & Finance) at "CORDS" and is also designated as Internal Auditor of the company, until his appointment as a Director. With a rich work experience of around 25 years, he exemplifies a strong commitment to

excellence in various associated fields. Mr. Maheswari's attributes include being motivated, enthusiastic, detail-oriented, passionate, creative, and possessing a dynamic personality. He exhibits excellent managerial skills in efficiently overseeing, monitoring, and managing business activities. His expertise spans various financial functions, internal controls and audit, cost controls, including conceptualizing and implementing financial planning & management, establishing procedures and controls, maintaining & finalizing accounts, overseeing working capital management, and effectively and closely monitoring costs and profitability.

2. Past Remuneration

Mr. Pawan Kumar Maheswari was drawing monthly CTC (Cost to Company) of ₹ 1,28,333/- till the date of appointment as Director, in the capacity of Deputy General Manager (Accounts & Finance) of the company. He is appointed as Director of the Company for the first time; therefore, no remuneration has been paid to him in the past in the capacity of director of the company.

3. Recognition or awards

Mr. Pawan Kumar Maheswari is recognized in the company for his professional approach, attention to details, and Cost efficiency in operations of the company.

4. Job Profile and his suitability

Mr. Pawan Kumar Maheswari is responsible for the strategic long term cost control of the company. He shall also be designated as occupier under Factories Act of the manufacturing units located at Bhiwadi and is actively involved in monitoring the overall manufacturing operations, controls at Bhiwadi plants. The Board is confident that Mr. Pawan Kumar Maheswari's management capabilities will enable the company to progress further, and he is fully suitable for this position.

5. Remuneration proposed

Besides the monthly CTC (Cost to Company) of ₹ 1,53,500/-, Mr. Pawan Kumar Maheswari shall be entitled for perquisites and statutory benefits as per company policy which includes PF, Gratuity, Leave Encashment, as proposed in the accompanying resolution.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person

Mr. Pawan Kumar Maheswari is responsible for the long-term strategic cost control of the company. He shall also be designated as an Occupier of the manufacturing units and is actively involved in monitoring the overall manufacturing operations, controls. Considering the general industry and the specific company profile, the proposed remuneration is in line with the industry levels and that of the comparatively placed companies in India.

In order to commensurate remuneration with the additional duties and responsibilities, proposal for upward revision of remuneration of Mr. Pawan Kumar Maheswari was considered by the management of the company.

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any

Mr. Pawan Kumar Maheswari, apart from this, does not have any other pecuniary transaction with the Company except by way of his employment with the Company.

III OTHER INFORMATION:

1. Reasons of Loss or Inadequate Profits

Your company has been historically achieving profitability since its inception. However, in respect of the remuneration payable to the managerial person(s), profitability of the company is adversely impacted, predominantly due to following reasons:

- Your company utilizes a range of raw materials, such as copper, aluminum, steel, polymers, and others. Improvement in the profit margins has been adversely impacted by the volatility in the prices of these input materials, primarily due to the prevailing geopolitical situation and intermittent disruptions in the supply chain. Consequently, the increase in profit margin was not at par with expectations.
- The industry in which your company operates, primarily manufacturing and selling wires and cables for industrial and project use, is known for its competitiveness and comparatively higher working capital requirements. During the period, the central bank's focus on withdrawing accommodation and multiple repo rate hikes resulted in a general increase in interest rates charged by financial institutions and lenders. This rise in borrowing costs has adversely impacted the increase in profit margins, falling short of expectations.

2. Steps taken or proposed to be taken for improvement

Your company is constantly and actively implementing various measures to enhance efficiency and reduce costs across the production process. Some of these measures include:

- Continuously optimizing production stages and implementing efficient cost-cutting initiatives
- Strengthening preventive maintenance practices to ensure uninterrupted operations and minimize downtime.
- Strategically developing a product mix that contributes to higher profit margins.
- Increasing production levels to achieve economies of scale and enhance cost absorption.

Furthermore, your company is focused on improving its production capacity utilization levels, which is expected to enhance overall operational performance.

3. Expected increase in productivity and profits in measurable terms

Your company expects a proportional increase in profitability corresponding to its increased activity and market penetration. As your company improves its production capacity utilization levels and realizes better cost absorption and efficiencies, profitability is projected to improve. These enhancements are expected to result in measurable gains in overall productivity and profitability.

The Company has also received consent in writing from Mr. Pawan Kumar Maheswari, to act as Director in Form DIR-2 and intimation in Form DIR-8 to the effect that he is not disqualified u/s 164(2) to act as Director. In the opinion of the Board, Mr. Pawan Kumar Maheswari (DIN 10238911) fulfills the conditions specified in the Act and rules made thereunder, for his appointment as a Whole Time Director of the Company.

Copy of documents referred in the proposed resolution shall remain open for inspection by the members at the registered office of the Company during normal business hours on any working day.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and the Secretarial Standards, as on the date of Notice, are provided at annexure A to the notice forming part of this Annual Report.

Mr. Pawan Kumar Maheswari, being the appointee, is interested in the resolutions set out at Item Nos. 4 and 5 of the Notice. Further, his relatives are also deemed to be interested in the resolutions, to the extent of their shareholding in the Company, if any. Save and except the above, none of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolutions.

The Board of Directors based on the recommendation of the Nomination and Remuneration Committee considers the appointment of Mr. Pawan Kumar Maheswari. in the interest of the Company and recommends the Special Resolutions as set out at Item Nos. 4 and 5 of the notice for approval of Members.

Item No. 6

Mr. Sanjeev Kumar was appointed as Whole Time Director of the Company for a period of three years w.e.f. May 30, 2020 by the Board and his appointment was subsequently approved by the Shareholders in their meeting held on September 29, 2020.

Subject to approval of the Company in general meeting by way of special resolution, his remuneration i.e. CTC was revised by the Board at their meeting held on January 21,

2023 from ₹ 1,96,200/- p.m. to ₹ 2,21,200/- p.m. (Rupees Two Lac Twenty One Thousand Two Hundred only) as mentioned in the accompanying resolution, w.e.f. November 01, 2022 without any change in other terms & conditions of their perquisites for the remaining period of his tenure as Whole Time Director i.e. till May 29, 2023.

Thereafter, the Board of Directors, upon the recommendation of Nomination and Remuneration Committee and subject to the approval of members of the Company by way of special resolution, in its meeting held on May 20, 2023, approved the re-appointment of Mr. Sanjeev Kumar as Whole Time Director, to hold office w.e.f. May 30, 2023 up to the date of annual general meeting of the Company to be held in calendar year 2023 at a revised remuneration i.e. CTC (Cost to Company) of ₹ 2,21,200/- p.m. (Rupees Two Lac Twenty One Thousand Two Hundred only) as proposed in the accompanying resolution. He shall be liable to retire by rotation.

The aggregate of the remuneration payable to Mr. Sanjeev Kumar as a Whole Time Director will be within the maximum limits as laid down under section 197 of the Companies Act, 2013 and other applicable provisions of the Act read with Schedule V to the Act. The Board of Directors of the Company is also authorised to vary his remuneration so long as the same revised remuneration is within the prescribed limits laid down under Schedule V of the Act.

Pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, approval from shareholders is required to revised remuneration of Mr. Sanjeev Kumar for his tenure from November 1, 2022 to May 29, 2023. Further, the approval of members is also required for re-appointment of Mr. Sanjeev Kumar as a Whole Time Director of the Company w.e.f. May 30, 2023 to hold office up to July 28, 2023 i.e., the date of his resignation as Director of the Company.

Mr. Sanjeev Kumar is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given all the necessary declarations and confirmation including his consent to be appointed on the Board of the Company.

A brief profile of Mr. Sanjeev Kumar is given below:

Mr. Sanjeev Kumar (DIN: 07178759), 47 Years, is an aspiring member of Institute of Cost Accountant of India having membership number "26456". He has joined "CORDS" as Manager Cost Control in the year 2012. He is young, motivated, enthusiastic, creative and dynamic personality. He possesses good entrepreneur skills of managing business activities. He has a total work experience of around 21 years including an experience of more than 10 years in cable industry.

Statement pursuant to Section II (B) (iv) of Part II of Schedule V of Companies Act, 2013.

GENERAL INFORMATION:

1.	Nature of Industry :	Cable Industry		
2.	Date or Expected Date of Commencement of Commercial Production.	Company is in existence since 1991.		
3.	In case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	N.A.		
4.	Financial performance based on given indicators (₹ in Lacs)	Particulars	2022-23	2021-22
		Net Income from Operations	52625.51	43799.24
		Profit Before Tax and Depreciation	1743.46	1592.54
		Depreciation	768.91	733.08
		Profit Before Tax	974.55	859.46
		Tax	252.61	222.90
		Net Comprehensive Income	(8.62)	(1.29)
		Profit After Tax	713.32	635.27
		Equity Capital (face value ₹ 10/-)	1292.78	1292.78
		Loan from Director	160.00	160.00
	Earning per Share (₹)	5.52	4.91	
5.	Export performance (₹ In Lacs) and Net Foreign Exchange Collaborations	Particulars	2022-23	2021-22
		Foreign Exchange Earning	2293.99	747.99
		Foreign Exchange Outgo Foreign Exchange collaborations	747.14	10.23
6.	Foreign Investments or Collaborators, if any.	The Company did not have any foreign investments or collaborations.		

II INFORMATION ABOUT THE APPOINTEE:**1. Background Details**

Mr. Sanjeev Kumar (DIN:07178759), 47 Years, is an aspiring member of Institute of Cost Accountant of India having membership number "26456". He joined "CORDS" as Manager – Cost Control in the year 2012. He possesses good entrepreneur skills of managing business activities. He has a total work experience of around 21 years including an experience of more than 10 years in cable industry.

2. Past Remuneration

Mr. Sanjeev Kumar was drawing monthly CTC (Cost to Company) of ₹ 1,96,200/- till October 31, 2022 and perquisites as proposed. Thereafter, his remuneration was increased to CTC (Cost to Company) of ₹ 2,21,200/- p.m. (Rupees Two Lac Twenty One Thousand Two Hundred only) for his tenure ended on May 29, 2023.

3. Recognition or awards

Mr. Sanjeev Kumar is recognized in the company for his professional approach and Cost efficiency in operations of the company.

4. Job Profile and his suitability

Mr. Sanjeev Kumar is responsible for the strategic long term cost control of the Company. He is also designated as occupier under Factories Act of the manufacturing units located at Bhiwadi and is actively involved in monitoring the overall manufacturing operations at Bhiwadi plant and Kaharani. The Board is confident that Mr. Sanjeev Kumar's management capabilities will enable the Company to progress further and he is fully suitable for this position.

5. Remuneration proposed

Besides the monthly CTC (Cost to Company) of ₹ 2,21,200/-, Mr. Sanjeev Kumar shall be entitled for perquisites and statutory benefits as per company policy which includes PF, Gratuity, Leave Encashment, as proposed in the accompanying resolution.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person

Mr. Sanjeev Kumar is responsible for the long term strategic cost control of the Company. He is also

designated as Occupier of the manufacturing units and is actively involved in monitoring the overall manufacturing operations. Considering the general industry and the specific company profile, the proposed remuneration is in line with the industry levels and that of the comparatively placed companies in India.

In order to commensurate remuneration with the duties and responsibilities, proposal for upward revision of remuneration of Mr. Sanjeev Kumar was considered by the management of the Company. Turnover of the Company for the financial year 2021-22 was ₹ 43799.24 Lacs whereas it has achieved turnover of ₹ 52625.51 Lacs during the financial year 2022-23. Mr. Sanjeev Kumar has significantly contributed in the growth of the Company.

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any

Mr. Sanjeev Kumar, apart from this, does not have any other pecuniary transaction with the Company except by way of his employment with the Company.

III OTHER INFORMATION:

1. Reasons of Loss or Inadequate Profits

Your company has been historically achieving profitability since its inception. However, in respect of the remuneration payable to the managerial person(s), profitability of the company is adversely impacted, predominantly due to following reasons:

- Your company utilizes a range of raw materials, such as copper, aluminum, steel, polymers, and others. Improvement in the profit margins has been adversely impacted by the volatility in the prices of these input materials, primarily due to the prevailing geopolitical situation and intermittent disruptions in the supply chain. Consequently, the increase in profit margin was not at par with expectations.
- The industry in which your company operates, primarily manufacturing and selling wires and cables for industrial and project use, is known for its competitiveness and comparatively higher working capital requirements. During the period, the central bank's focus on withdrawing accommodation and multiple repo rate hikes resulted in a general increase in interest rates charged by financial institutions and lenders. This rise in borrowing costs has adversely impacted the increase in profit margins, falling short of expectations.

2. Steps taken or proposed to be taken for improvement

Your company is constantly and actively implementing various measures to enhance efficiency and reduce costs across the production process. Some of these measures include:

- Continuously optimizing production stages and implementing efficient cost-cutting initiatives
- Strengthening preventive maintenance practices to ensure uninterrupted operations and minimize downtime.
- Strategically developing a product mix that contributes to higher profit margins.
- Increasing production levels to achieve economies of scale and enhance cost absorption.

Furthermore, your company is focused on improving its production capacity utilization levels, which is expected to enhance overall operational performance.

3. Expected increase in productivity and profits in measurable terms

Your company expects a proportional increase in profitability corresponding to its increased activity and market penetration. As your company improves its production capacity utilization levels and realizes better cost absorption and efficiencies, profitability is projected to improve. These enhancements are expected to result in measurable gains in overall productivity and profitability.

Copy of documents referred in the proposed resolution shall remain open for inspection by the members at the registered office of the Company during normal business hours on any working day.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and the Secretarial Standards, as on the date of Notice, are provided at annexure to the notice forming part of this Annual Report.

Mr. Sanjeev Kumar, being the appointee, is interested in the resolutions set out at Item Nos. 6 of the Notice. Further, his relatives are also deemed to be interested in the resolutions, to the extent of their shareholding in the Company, if any. Save and except the above, none of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolutions.

The Board of Directors based on the recommendation of the Nomination and Remuneration Committee considers the appointment of Mr. Sanjeev Kumar in the interest of the Company and recommends the Special Resolutions as set out at Item No 6 of the notice for approval of Members.

Item No. 7

Mr. Naveen Sawhney was re-appointed as Managing Director of the Company for a period of three years w.e.f. July 01, 2022 by the Board at their meeting held on May 26, 2022, and subsequently his appointment was approved by the Shareholders in their meeting held on September 23, 2022.

Paying due regard to their vast experience and hard work, the Board of Directors, upon the recommendation of Nomination and Remuneration Committee and subject to the approval of members of the Company, in its meeting held on July 28, 2023, approved the increase in the remuneration i.e. salary payable to Mr. Naveen Sawhney, Managing Director from ₹ 9,41,000/- p.m. to ₹ 11,11,000/- p.m. plus Helper allowance reimbursement upto ₹ 30,000/- p.m. w.e.f. July 01, 2023 without any change in other terms & conditions of their perquisites.

The aggregate of the remuneration payable to Mr. Naveen Sawhney will be within the maximum limits as laid down under section 197 of the Companies Act, 2013 and other applicable provisions of the Act read with Schedule V to the Act and shall be revised as mentioned in the aforesaid resolution w.e.f. July 01, 2023. The Board of Directors of

the Company is also authorised to vary his remuneration so long as the same revised remuneration is within the prescribed limits laid down under Schedule V of the Act.

Pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, approval from shareholders is sought with respect to the increase in the remuneration of Mr. Naveen Sawhney as Managing Director of the Company w.e.f. July 01, 2023. A brief profile of Mr. Naveen Sawhney is given below:

Mr. NAVEEN SAWHNEY, 71 Years, is a Mechanical Engineer (AMIME) and holds a Post graduate diploma in Marketing Management. He has an experience of more than 51 Years in the Cable Industry. He started his career with Delton Cables Limited as a Supervisor in the Quality Control Department in September, 1971, where he worked for two years and then shifted to the marketing wing and worked there about 10 years. In 1985 he left the organization and joined Cords India which was formed for marketing cables for principal Indian Communication Cable Company under our own trade name "Cords" and then shifted to Cords Cable Industries in 1987 to manufacture cables. Presently, he is the Managing director of your Company.

Statement pursuant to Section II (B) (iv) of Part II of Schedule V of Companies Act, 2013**I GENERAL INFORMATION:**

1.	Nature of Industry :	Cable Industry		
2.	Date or Expected Date of Commencement of Commercial Production.	Company is in existence since 1991.		
3.	In case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	N.A.		
4.	Financial performance based on given indicators (₹ in Lacs)	Particulars	2022-23	2021-22
		Net Income from Operations	52625.51	43799.24
		Profit Before Tax and Depreciation	1743.46	1592.54
		Depreciation	768.91	733.08
		Profit Before Tax	974.55	859.46
		Tax	252.61	222.90
		Net Comprehensive Income	(8.62)	(1.29)
		Profit After Tax	713.32	635.27
		Equity Capital (face value ₹ 10/-)	1292.78	1292.78
		Loan from Director	160.00	160.00
	Earning per Share (₹)	5.52	4.91	
5.	Export performance ('In Lacs) and Net Foreign Exchange Collaborations	Particulars	2022-23	2021-22
		Foreign Exchange Earning	2293.99	747.99
		Foreign Exchange Outgo Foreign Exchange collaborations	747.14	10.23
6.	Foreign Investments or Collaborators, if any.	The Company did not have any foreign investments or collaborations.		

II INFORMATION ABOUT THE APPOINTEE:

1. Background Details

Mr. NAVEEN SAWHNEY, 71 Years, is a Mechanical Engineer (AMIME) and holds a Post graduate diploma in Marketing Management. He has an experience of more than 51 Years in the Cable Industry. He started his career with Delton Cables Limited as a Supervisor in the Quality Control Department in September, 1971, where he worked for two years and then shifted to the marketing wing and worked there about 10 years. In 1985 he left the organization and joined Cords India which was formed for marketing cables for principal Indian Communication Cable Company under our own trade name "Cords" and then shifted to Cords Cable Industries in 1987 to manufacture cables. Presently he is the Managing director of your Company.

2. Past Remuneration

Mr. Naveen Sawhney was entitled for the CTC (Cost to Company) of ₹ 9,41,000/- p.m. and Commission not exceeding 1% of the net profits of the Company (subject to necessary approvals) in addition to perquisites and statutory benefits as proposed from as per schedule V.

3. Recognition or awards

Mr. Naveen Sawhney is renowned personality in Cable Industry.

4. Job Profile and his suitability

Mr. Naveen Sawhney is responsible for the overall conduct and management of business and affairs of the Company. This includes broad development of Domestic & International business. He is heading Marketing, Strategic Planning and Sourcing Division. All this coupled with his strong resources management capability makes him fully suitable for the position.

5. Remuneration proposed

Fixed Salary: ₹ 11,11,000/- per month

Besides the above he shall be entitled for 1% commission on Net Profits calculated as per the provisions of the Companies Act, 2013, subject to necessary approvals, Helper Reimbursement subject to the maximum of two helpers and upto maximum amount of ₹ 30,000/- p.m. and Insurance / Mediciam Policy (ies), including premium(s) on self & family, whether existing or new, up to ₹ 15,00,000/- (Rupees Fifteen Lac Only) per annum, Leave Travel concession, Car & Driver, Voice, Data & Internet facility. Mr. Naveen Sawhney is also entitled to Statutory benefits as per company policy which includes Gratuity, Leave Encashment as proposed in the accompanying resolution.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person

Mr. Naveen Sawhney is on the Board of the Company since past 28 years. He has led the Company from its nascent stage and has propelled its growth. He has streamlined the business process operations of the Company and has been a strategic management persona. His skill set and his experience places him at par with similar positions at other major Cable Companies in India. Considering the general industry and the specific company profile, the proposed remuneration is in line with the industry levels and that of comparatively placed companies in India.

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any

Mr. Naveen Sawhney is holding 6094931 (47.1460%) Equity Shares of the Company and had given loan amounting ₹ 1,60,00,000/- to the Company. Apart from this, he does not have any other pecuniary transaction with the Company except by way of his employment with the Company.

III OTHER INFORMATION:

1. Reasons of Loss or Inadequate Profits

Your company has been historically achieving profitability since its inception. However, in respect of the remuneration payable to the managerial person(s), profitability of the company is adversely impacted, predominantly due to following reasons:

- Your company utilizes a range of raw materials, such as copper, aluminum, steel, polymers, and others. Improvement in the profit margins has been adversely impacted by the volatility in the prices of these input materials, primarily due to the prevailing geopolitical situation and intermittent disruptions in the supply chain. Consequently, the increase in profit margin was not at par with expectations.
- The industry in which your company operates, primarily manufacturing and selling wires and cables for industrial and project use, is known for its competitiveness and comparatively higher working capital requirements. During the period, the central bank's focus on withdrawing accommodation and multiple repo rate hikes resulted in a general increase in interest rates charged by financial institutions and lenders. This rise in borrowing costs has adversely impacted the increase in profit margins, falling short of expectations.

2. Steps taken or proposed to be taken for improvement

Your company is constantly and actively implementing various measures to enhance efficiency and reduce costs across the production process. Some of these measures include:

- Continuously optimizing production stages and implementing efficient cost-cutting initiatives
- Strengthening preventive maintenance practices to ensure uninterrupted operations and minimize downtime.
- Strategically developing a product mix that contributes to higher profit margins.
- Increasing production levels to achieve economies of scale and enhance cost absorption.

Furthermore, your company is focused on improving its production capacity utilization levels, which is expected to enhance overall operational performance.

3. Expected increase in productivity and profits in measurable terms

Your company expects a proportional increase in profitability corresponding to its increased activity and market penetration. As your company improves its production capacity utilization levels and realizes better cost absorption and efficiencies, profitability is projected to improve. These enhancements are expected to result in measurable gains in overall productivity and profitability.

Copy of documents referred in the proposed resolution shall remain open for inspection by the

members at the registered office of the Company during normal business hours on any working day.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and the Secretarial Standards, as on the date of Notice, are provided at annexure to the notice forming part of this Annual Report.

Mr. Naveen Sawhney is interested in the resolutions set out at Item Nos. 7 of the Notice. Further, his relatives are also deemed to be interested in the resolutions, to the extent of their shareholding in the Company, if any. Save and except the above, none of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolutions.

Your directors recommend the Special Resolution set out at Item No. 7 of the Notice for your approval.

**By Order of the Board of Directors
For CORDS CABLE INDUSTRIES LIMITED**

**Sd/-
(Garima Pant)
Company Secretary
M. No. ACS 28170**

New Delhi
July 28, 2023

Registered Office

94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area Phase-III,
Old Ishwar Nagar, New Delhi – 110020
Tel : +91-11-40551200; Fax +91-11-40551281
Website: www.cordscable.com, E- Mail: cscsco@cordscable.com
CIN : L74999DL1991PLC046092

Annexure A**Details of Directors retiring by rotation / appointment / re-appointment at the ensuing Annual General Meeting pursuant to Regulation 36 of SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI**

S. No.	Particulars	Re- Appointment	Re- Appointment	Appointment
1	Name of Director	Mr. Naveen Sawhney (DIN: 00893704)	Mr. Sanjeev Kumar* (DIN : 07178759)	Mr. Pawan Kumar Maheswari (DIN : 10238911)
2	Designation	Managing Director	Whole Time Director	Whole Time Director
3	Date of Birth (Age)	20-03-1952 (71 years)	08-06-1976 (47 years)	06-05-1970 (53 years)
4	Nationality	Indian	Indian	Indian
5	Date of First appointment on the Board	April 1, 1995	May 30, 2015	July 29, 2023
6	Terms and Condition of appointment/ reappointment	Director liable to retire by rotation	Proposed to be appointed as Whole Time Director up to the date of annual general meeting of the Company to be held in calendar year 2023 commencing from May 30, 2023 . For detailed terms and conditions, please refer resolution no. 6 along with Explanatory statement given hereinabove.	Proposed to be appointed as Director designated as Whole Time Director up to the date of annual general meeting of the Company to be held in calendar year 2024 commencing from July 29 , 2023 . For detailed terms and conditions, please refer resolution no. 4&5 along with Explanatory statement given hereinabove.
7	Shareholding (as on March 31, 2023)	No(s) 60,94,931 Equity Shares of Rs. 10/- each.	Nil	Nil
8	Qualification/ Nature of Expertise	Mechanical Engineer (AMIME) and holds a Post graduate diploma in Marketing Management.	Qualified member of Institute of Cost Accountants of India.	Qualified member of Institute of Chartered Accountants of India.
9	Disclosure of relationships between directors (inter-se)	Executive Director (not related with other Executive and Independent Directors)	Executive Director (not related with other Executive and Independent Directors)	Executive Director (not related with other Executive and Independent Directors)
10	Brief Resume / The skills and capabilities required for the role and the manner in which the proposed person meets such requirements/ Experience	Mr. Naveen Sawhney (DIN 00893704) , 71 Years, is a Mechanical Engineer (AMIME) and holds a Post graduate diploma in Marketing Management. He has an experience of more than 51 years in the Cable Industry. He started his career with Delton Cables Limited as a Supervisor in the Quality Control Department in September, 1971, where he worked for two years and then shifted to the marketing wing and worked there about 10 years. In 1985 he left the organization and joined	Mr. Sanjeev Kumar (DIN: 07178759) , 47 Years, is an aspiring member of Institute of Cost Accountant of India having membership number "26456". He has joined "CORDS" as Manager Cost Control in the year 2012. He posses' good entrepreneur skills of managing business activities. He has a total work experience of around 21 years including an experience of more than 10 years in cable industry.	Mr. Pawan Kumar Maheswari (DIN: 10238911) , 53 Years, is a dedicated member of the Institute of Chartered Accountants of India with membership number "095472". Additionally, he has completed intermediate of ICWA (Institute of Cost and Works Accounts). He holds the position of Deputy General Manager (Accounts & Finance) at "CORDS" and is also designated as Internal Auditor of the company, until his appointment as a Director. With a rich work experience of around 25 years, he exemplifies a strong

S. No.	Particulars	Re- Appointment	Re- Appointment	Appointment
		Cords India which was formed for marketing cables for principal Indian Communication Cable Company under our own trade name "Cords" and then shifted to Cords Cable Industries in 1987 to manufacture cables. Presently he is the Managing Director of our Company.		commitment to excellence in various associated fields. Mr. Maheswari's attributes include being motivated, enthusiastic, detail-oriented, passionate, creative, and possessing a dynamic personality. He exhibits excellent managerial skills in efficiently overseeing, monitoring, and managing business activities. His expertise spans various financial functions, internal controls and audit, cost controls, including conceptualizing and implementing financial planning & management, establishing procedures and controls, maintaining & finalizing accounts, overseeing working capital management, and effectively and closely monitoring costs and profitability.
11	Name of the Listed entity in which person also holds Directorship.	Cords Cable Industries Limited	Cords Cable Industries Limited	Cords Cable Industries Limited
12	Name of the Listed entity in which person also holds the membership of committees* of the Board in which he/she holds Directorship.	Cords Cable Industries Limited - *Board *Audit Committee *Stakeholder Relationship Committee	Cords Cable Industries Limited - *Board *Committee of Directors	Cords Cable Industries Limited - *Board *Committee of Directors
13	Resignation details in the listed entities during last three years.	Nil	Nil	Nil
14	Remuneration paid during the Financial Year 2022-23	The Details of the remuneration paid during the FY 2022-23 please refer Report on Corporate Governance forming part of the Board Report	The Details of the remuneration paid during the FY 2022-23 please refer Report on Corporate Governance forming part of the Board Report	Mr. Pawan Kumar Maheswari was drawing monthly CTC (Cost to Company) of ₹ 128333/- till the date of appointment as Director and perquisites in the capacity of Deputy General Manager (Accounts & Finance) of the Company. He is appointed as Director of the Company for the first time, therefore no remuneration has been paid to him in the past in the capacity of director of the Company.

S. No.	Particulars	Re- Appointment	Re- Appointment	Appointment
15	Detail of Remuneration proposed	As disclosed in the Explanatory Statement under item no 7 herein above	As disclosed in the Explanatory Statement under item no 6 herein above	As disclosed in the Explanatory Statement under item no 4 & 5 herein above
16	No. of Board Meeting attended during the FY 2022-23	No. of Board meeting held : 4 No. of Board meeting attended : 4	No. of Board meeting held : 4 No. of Board meeting attended : 4	Nil
17	No of Committee* meetings attended during the FY 2022-23	No. of Committee meetings held of such committee in which Mr. Naveen Sawhney is a Member : 8 No. of Committee meetings attended : 8	Mr. Sanjeev Kumar is not a member in any such committee.	Nil

*** note : Resigned from the directorship w.e.f. Closing of working hours on July 28, 2023**

For point no. 17 Only two Committees namely, Audit Committee and Stakeholders' Relationship Committee have been considered.

New Delhi
July 28, 2023



Cords Cable Industries Limited

Registered Office : 94, 1st Floor, Shambhu Dayal Bagh Marg,
Near Okhla Industrial Area, Phase-III, Old Ishwar Nagar, New Delhi-110020